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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

T Roberts OCT 02 2009

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** All Florida Lending Group, Inc.

**DOCUMENT NUMBER:** N 0900002175

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Carrie Davis  
(Name of Contact Person)

\_\_\_\_\_  
(Firm/ Company)

1225 W. Beaver Street  
(Address)

Jacksonville, FL 32204  
(City/ State and Zip Code)

Carriedavis2007@aol.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Carrie Davis at (904) 307 0751  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |  |   |  |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>is enclosed) |
|--|--|---|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 SEP 30 PM 2:36

All Florida Lending Group Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N09000002175

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation: ✓

**A. If amending name, enter the new name of the corporation:**

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

(Principal office address MUST BE A STREET ADDRESS)

**C. Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

Florida

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:** \_\_\_\_\_

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

**E. If amending or adding additional Articles, enter change(s) here:**  
(attach additional sheets, if necessary). (Be specific)

Additional Sheets Attached

**ARTICLES OF INCORPORATION**  
**Of**  
**All Florida Lending Group, Inc. a corporation not for profit**  
**Organized under Chapter 617, Florida Statutes**

**Article 1**

**Name**

The Name of the Corporation shall be "All Florida Lending Group, Inc."

**Article 2**

**Location**

The initial address of the principal office of the corporation shall be:

1225 West Beaver Street  
Jacksonville, Florida 32204

The Mailing address of the Corporation shall be:

1225 West Beaver Street  
Jacksonville, Florida 32204

**Article 3**

**Purpose**

The purpose for which the Corporation is organized, and the general nature of the objectives of the Corporation are, as follows:

3.05 The organization is organized exclusively for charitable, religious, educational and scientific purposes under section 501 c 3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

3.1 To provide services related to obtaining affordable home finances for low income families and individuals and small business and nonprofit funding in the geographical area of Duval county and the adjacent counties of Clay, St. Johns, Nassau and Baker Counties, Florida, thereby (i) providing relief to the poor and the underprivileged in those communities; (ii) combating community deterioration by encouraging individual homeownership and redevelopment in declining neighborhoods; and (iii) reducing potential areas of tension or conflict in those communities by providing affordable mortgages financing to those who may be unable to otherwise obtain adequate housing because of local discrimination.

3.2 To provide mortgage brokerage services under Florida law, and to obtain and maintain all licenses and permits for such purpose as may be required or useful from state and local authorities having jurisdiction in the premises.

3.3 To buy, hold, sell, convey, mortgages, pledge, lease or otherwise dispose of real and personal property, both tangible and intangible, of any kind or nature wherever situated, including, without limitation, shares of the capital stock of, or any bonds, securities or other evidences of indebtedness of, any other corporation, for profit or not for profit, and while the owner of such securities, to exercise all rights, powers and privileges of ownership.

3.4 To build, construct, buy, lease, own, use, operate and maintain any buildings, structures, or other improvements from time to time considered necessary convenient or expedient for the conduct and operation of the corporation.

3.5 To construct debts, borrow money and to execute such mortgages, pledges, transfers of corporate property or other instruments to secure the payment of the Corporation's debt as may be required.

3.6 To solicit and receive contributions by way of gift, donation, devise or bequest, or in any other manner, of funds or real and personal property of any nature whatsoever for the purpose of conducting the business of the corporation, and to hold, manage, invest and reinvest, collect the income and profits from, expend, pay out, donate, transfer and otherwise dispose of any such contributions in accordance with the directives of these respective donors, provided always that no contribution shall be accepted by the Corporation if the same is subject to any requirement or restriction, with respect to its use which would be contrary to, or in violation of, the purposes and objectives of the Corporation.

3.7 To make distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code or a corresponding section of future federal tax code.

3.8 To have and to exercise all corporate powers granted by the laws of Florida to corporations not for profit, including, but not limited to, those powers set forth in Chapter 617, Florida Statutes, or any successor provision thereof.

#### **Article 4**

##### **Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of not fewer than three persons. The maximum number of directors and the manner of election shall be as provided in the By-laws of the corporation.

#### **Article 5**

##### **Term of Existence**

The term of existence of this Corporation shall be perpetual.

#### **Article 6**

##### **Membership**

The members of the Corporation shall be the board of directors and elected officers.

#### **Article 7**

##### **Incorporator**

The name and street address of the incorporator of these Articles of Incorporation are as follows:

Carrie Davis  
2343 Jernigan Road  
Jacksonville, FL

#### **Article 8**

##### **Initial Directors**

The name and addresses of the initial directors of the Corporation are as follows:

Carrie Davis – 1225 West Beaver Street Jacksonville, FL 32204  
Nicole Lester – 123 W. 11<sup>th</sup> Street Jacksonville, FL 32206

Kharis Quaintance – 333 East 2<sup>nd</sup> Street Jacksonville, FL 32206  
Coley Williams – 2361 Broward Road Jacksonville, FL 32218  
Beverly Brabham – 7730 West Congress Jacksonville, FL 32208

## **Article 9**

### **By-Laws**

By-Laws of the Corporation may be adopted and amended by the directors of the Corporation at any regular meeting or at any special meeting called for such purpose by a majority of all of the Board of Directors of the Corporation. No provision of the By-laws may be inconsistent with any provision of these Articles of Incorporation.

## **Article 10**

### **Amendments**

Amendments to these Articles of Incorporation may be proposed by any voting member but must be approved at any special, regular or annual meeting of the Board of Directors by an affirmative vote of the majority of all members of the Board of Directors; provided further that written notice of the general nature of any such amendment shall be given to the members of the Board of Directors at least ten days prior to such meeting.

## **Article 11**

### **Limitations and Restrictions of the Corporation**

Notwithstanding anything to the contrary contained herein:

11.1 The Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office, or publish or distribute any statements with respect to any campaign, or shall the Corporation engage in any activity or transaction described in the Internal Revenue Code of the United States as a "prohibited transaction" which would disqualify the Corporation as an "exempt" organization within the meaning of 501(c)(3) of the Internal Revenue Code.

11.2 No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer, or employee of the Corporation, or to the benefit of any private shareholder or any individual.

11.3 In the event of dissolution of the Corporation, all of its assets remaining after payment of its debts and costs of dissolution shall be distributed to one or more organizations, as determined and selected solely in the discretion of the Board of Directors, which are engaged in activities similar to those conducted by the organization or organizations which have qualified as exempt under 501(c)(3) of the Internal Revenue Code of the United States, and no part of the assets shall inure to the benefit of any member, director, officer, or employee of the Corporation, or to any private shareholder or individual.

## **Article 12**

### **Registered Office and Agent**

The initial registered office of the Corporation is 1225 West Beaver Street Jacksonville Florida. The name of the initial registered agent of the corporation is Carrie Davis, whose address is the initial registered office.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Article of Incorporation this 5<sup>th</sup> day of June 2009,

Incorporator  
State of Florida  
County of Duval

The foregoing was acknowledged before me this 5<sup>th</sup> day of June, 2009 by Carrie Davis as Incorporator of All Florida Lending Group, Inc., a Corporation Not for Profit Organized Under Chapter 617, Florida Statutes, on behalf of the Corporation.

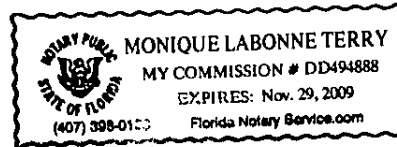
He/She is personally known to me or has produced FLDL as identification.

  
Notary Public, State of Florida

Monique L. Terry  
(Print Name)

11/29/09

(Commission Date)



**ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated Corporation, at the registered office designated in this certificate, the undersigned hereby accepts such designation to act as registered agent and agrees to comply with the provisions of Florida Statutes relative to maintaining said registered office.

  
Carrie Davis

State of Florida

County of Duval

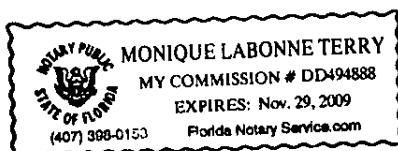
The foregoing was acknowledged before me this 5<sup>th</sup> day of June, 2009 by Carrie Davis as Registered Agent of All Florida Lending Group, Inc., a Corporation Not for Profit Organized Under Chapter 617, Florida Statutes, on behalf of the Corporation. He is personally known to me.

  
Notary Public, State of Florida

Monique L. Terry  
(Print Name)

11/29/09

(Commission Date)





The date of each amendment(s) adoption: June 5, 2009

Effective date if applicable: 9/1/09  
(date of adoption is required)  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 9/1/09

Signature

Carrie G. Davis

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Carrie Davis  
(Typed or printed name of person signing)

Board President  
(Title of person signing)