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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-28-09

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SG

Law Office of Clinton Paris, P.A.

***Boardwalk of Riverview
10014 Water Works Lane
Riverview, Florida 33569***

***(813)413-7924
(813)413-7847 fax
CParis@Parislawoffice.com***

August 19, 2009

Amendment Section
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Re: Tampa Bay Housing and Community Partnership
N09000003835

Dear Sir / Mam

This letter is submitted on behalf of the Tampa Bay Housing and Community Partnership, Inc., a nonprofit Florida Corporation to amend its articles of incorporations. Enclosed are the Amended Articles of Incorporation for the corporation and check in the amount of \$35.00. Please return correspondence regarding this matter to

Law Office of Clinton Paris, P.A.
10014 Water Works lane
Riverview, Florida 33578

If you require additional information, please contact Clinton Paris at (813) 413-7924.

Sincerely,


Clinton Paris, Esquire

**AMENDED ARTICLES OF INCORPORATION
OF
TAMPA BAY HOUSING AND COMMUNITY PARTNERSHIP, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purposes of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I
Name and Address

The name of this corporation shall be the TAMPA BAY HOUSING AND COMMUNITY PARTNERSHIP, INC.

The address of this corporation shall be 2002 N. Lois Avenue Suite 507, Tampa, Florida 33607 or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II
Purpose and Limitations

- A. TAMPA BAY HOUSING AND COMMUNITY PARTNERSHIP, INC., is organized exclusively for charitable, religious educational, and scientific purposes, including for such purposes, the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.
- B. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.
- C. No part of the organization's assets will inure to the benefit of any private individual. No substantial part of the activities may include carrying on propaganda or otherwise attempt to influence legislation [except as provided for in subsection 501(h)], or participation in or intervening in (including the publishing or distribution of statements) and political campaigns on behalf of (or in opposition to) any candidate for public office. The purpose may include the making of distributions to organizations that qualify as exempt organizations

under section 501(c)(3), of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III

Powers and Limitations

This corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617 Florida Statutes, and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, that are necessary or *convenient to effect any and all of the charitable and educational purposes for which the corporation is organized*, subject, however to the following:

- A. This corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively within the meaning, requirements, and effect of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended hereto for or hereafter.
- B. This corporation shall not engage in any act of self-dealing as defined in Section 494(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax law.
- C. This corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- D. This corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- E. This corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- F. This corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent tax laws.
- G. This corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV

Members

The members of this corporation shall consist of those persons who comprise the first Board of Directors of this corporation and such other persons over eighteen (18) years of age or entities as may from time to time be elected and admitted to membership by majority vote of the Board of Directors of the corporation in accordance with provisions of the By-Laws of the corporation.

ARTICLE V

Terms of Existence

The term for which this corporation is to exist shall be perpetual.

ARTICLE VI

Incorporator

The names and addresses of the incorporator is:

Clinton Paris, Esquire
Law Office of Clinton Paris, P.A.
Boardwalk of Riverview
10014 Water Works Lane
Tampa, Florida 33578

ARTICLE VII

Officers and Directors

The affairs of this corporation shall be managed by a Board of Directors and officers composed of the following:

- A. The Board of Directors shall consist of at least seven (3) adult persons elected by a majority vote of the members as provided in the Bylaws.
- B. The officers shall be elected annually by a majority vote of the Board of Directors and shall be a President, Vice President, a Secretary and a Treasurer and such other officers as may be provided for in the By-Laws of the corporation. Multiple offices may be held by the same person. The duties of respective officers and the manner of filling vacancies in the offices of the corporation shall be provided in the By-Laws.

ARTICLE VIII
First Board of Directors and Officers

The names and addresses of the member of the first Board of Directors, who, subject to these Articles, the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of existence of this corporation or until an election is held by the Board or until their successors have been duly elected and qualified are:

Name	Address	Title
1. Brian Lamb	2002 N. Lois Ave. Tampa, Fl. 33607	P/ D
2. Brian Howell	2002 N. Lois Ave. Tampa, Fl. 33607	VP/D
3. Joe Gibbons	2002 N. Lois Ave. Tampa, Fl 33607	ST/D

ARTICLE IX
Registered Office and Registered Agent

The name of the corporation's initial registered agent at the following address is Brian Howell 2002 N. Lois Avenue, Suite 507, Tampa, Florida 33607, which shall also serve as the Registered Office for the corporation. The corporation shall keep the State of Florida informed of the current city, town, or village and street address of said registered office together with the name of the registered agent.

ARTICLE X
By-Laws

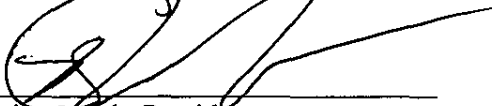
The By-Laws of this corporation may be made, altered, or rescinded from time to time in whole or in part by a majority vote of the Directors of this corporation present any meeting of the Board of Directors at which a quorum is present and notice of proposed action with respect to the By-Laws has been waived by a majority of the members of the Board of Directors or mailed by the Secretary of this corporation to all members of the Board of Directors at least three (3) days before the meeting.

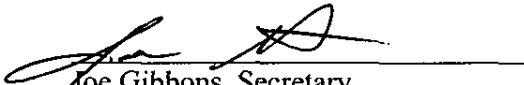
ARTICLE XI
Amendment of Articles of Incorporation

The Articles of Incorporation may be amended by the Board of Directors upon a majority vote of the Board.

The date of adoption August 17, 2009.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation for the uses and purposes therein expresses this 17 day of Aug, 2009


Brian Lamb, President


Joe Gibbons, Secretary

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 17 day of August, 2009, personally appeared **Brian Lamb** and who signed the foregoing Articles of Incorporation, and acknowledged to me that he/she executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.


Notary Public

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 17 day of August 2009, personally appeared **Joe Gibbons** who signed the foregoing Articles of Incorporation, and acknowledged to me that he/she executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.


Notary Public