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Renascent Development Corporation, Inc.

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ARTICLES OF INCORPORATION
OF
RENASCENT DEVELOPMENT CORPORATION, INC.
(A Corporation Not-For-Profit)

The undersigned incorporator to these Articles of Incorporation hereby associates to form a corporation not-for-profit (the "Corporation") under the Florida Not for Profit Corporation Act (*Florida Statutes Chapter 617*) and other laws of the State of Florida.

ARTICLE I
Name and Address

The name of the Corporation is **RENASCENT DEVELOPMENT CORPORATION, INC.** The principal office is located at 2105 N. Nebraska Ave., 2nd Floor, Tampa, Florida 33602. The mailing address is P.O. Box 360181, Tampa, Florida 33673-0181. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

ARTICLE II
Nature of Business

The Corporation is formed for purposes including, but not limited to, the provision of affordable housing to extremely low, very low, low and moderate-income families and individuals in or around the Hillsborough County, FL area. Such purposes are exclusively religious, charitable, scientific, literary or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (the "Revenue Laws"). In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other Section 501(c)(3) organizations organized and operated exclusively for charitable purposes; provided, however, that said powers and authorities shall be exercised only in furtherance of charitable purposes.

ARTICLE III
Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any of such purposes. In so carrying out these purposes, this Corporation is free to contract for goods and services from vendors of its own choosing.

Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

ARTICLE IV Savings Clause

Notwithstanding any other provision of these Articles of Incorporation, it is the intention of this Corporation to qualify, to continue to qualify, and to conform strictly to the requirements necessary to qualify as a Community Housing Development Organization ("CHDO"), as defined in Part 92 of Title 24 of the U.S. Code of Federal Regulations or the corresponding provision of any future United States Federal Regulation applicable, and including any subsequent revisions to or judicial interpretations of those laws ("CHDO Laws"), in each case to the extent they are applicable to this Corporation's purposes. Accordingly, if any provision contained herein could be interpreted in such a manner as would result in disqualification of this Corporation as a CHDO, then, in that event, it is agreed that such provision shall be interpreted in a manner qualifying under the aforementioned CHDO Laws, while adhering as closely as possible to the original intent of said provision.

ARTICLE V Membership

The Corporation shall not have any members.

ARTICLE VI Term of Existence

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation with the office of the Secretary of State of the State of Florida and the Corporation shall have perpetual existence thereafter.

ARTICLE VII Incorporator

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

Name	Address
Raymie L. Nuckles	2105 N. Nebraska Ave., 2 nd Floor Tampa, Florida 33602

ARTICLE VIII Officers

The officers of the Corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers as may be provided by the Bylaws. Officers shall be elected

annually by the Board of Directors at its annual meeting. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

Name	Title
Rayme L. Nuckles	President
Jesus "Jesse" Leon	Vice President
Lee Hoffman	Treasurer
Lee Hoffman	Secretary

ARTICLE IX Directors

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected in accordance with the Bylaws. The number of Directors shall be fixed as set forth in the Bylaws of the Corporation but shall never be less than three (3). The names and addresses of the first Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be as follows:

Name	Address
Tony Conper	PO Box 14687 Tampa, Florida 33687
David Gaskill	11310 N. 30 th Street Tampa, Florida 33612
- Lee Hoffman	10013 N. Lantana Ave. Tampa, Florida 33612
- Jesus "Jesse" Leon	101 E. Kennedy Blvd., 6 th Floor Tampa, Florida 33602
- Richard Meyer	11507 Carrollwood Drive Tampa, Florida 33618
Rayme Nuckles	2105 N. Florida Ave., 2 nd Floor Tampa, Florida 33602
Maxine Hill-Woodside	6003 Pemberton Sage Court Tampa, Florida 33584

Except as otherwise required pursuant to the terms of Article IV, the composition of the Board of Directors and the manner of selecting Directors shall be governed by the Bylaws. Notwithstanding the foregoing:

(i) at least one third of the Corporation's Directors shall be residents of low income neighborhoods, or other low income community residents, or elected representatives of low income neighborhood organizations;

(ii) no more than one third of the Corporation's Directors may be appointed by for-profit entities;

(iii) no more than one third of the Corporation's Directors may be appointed by state or local government agencies providing HOME Investment Partnership Program Funds ("HOME funds"), as defined in Part 92 of Title 24 of the U.S. Code of Federal Regulations or the corresponding provision of any future United States Federal Regulation, and no more than one third of the Directors shall be public officials or employees of such state or local government agencies providing HOME funds; and

(iv) any of the Corporation's Directors who are appointed as described above in subsections (ii) and (iii) shall not have the right to appoint any of the remaining Directors.

ARTICLE X

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 2105 N. Nebraska Ave., 2nd Floor, Tampa, Florida 33602, and the name of the initial registered agent at such address is Rayme L. Nuckles.

ARTICLE XI

Bylaws

The Board of Directors of this Corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE XII

Amendments

Amendments to these Articles of Incorporation shall be proposed by the officers of the Corporation and approved by the Board of Directors by a two-thirds (2/3) vote of a quorum present at a meeting duly called in accordance with the Bylaws of the Corporation.

ARTICLE XIII

Limitations on Actions

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to

pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article II hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any members, Directors or officers, and the private property of the subscribers, members, Directors and officers shall not be liable for the debts of the Corporation.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) it shall not:

(i) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(ii) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(iii) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(iv) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws); or

(v) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws).

ARTICLE XIV Dissolution

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986,

or in the corresponding provisions of any future Revenue Law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or Director of this Corporation. Any such assets not so disposed of shall be disposed of by the court of common pleas of the county in which the principal office of the Corporation 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.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles this
24 day of July, 2009.


Rayme L. Nuckles, Incorporator

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in the foregoing Articles of Incorporation as the initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 617.0503, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as the registered agent of the Corporation.

Date: July 24, 2009


Rayme L. Nuckles, Registered Agent

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