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HOLLAND & Knight, LLP
Requester's Name
315 So. Calhoun St. Suite 600
Address
Tallahassee, FL 425-5675
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Greater Miami Neighborhoods, Inc
(Corporation Name) (Document #)
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☐ Profit
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OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

AMENDMENTS

☒ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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Examiner's Initials

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GREATER MIAMI NEIGHBORHOODS, INC.**

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Pursuant to the provisions of § 617.1002 and 617.1007 of the Florida Not For Profit Corporation Act, GREATER MIAMI NEIGHBORHOODS, INC. adopts the following Amended and Restated Articles of Incorporation:

1. The name of this corporation is GREAT MIAMI NEIGHBORHOODS, INC. (the "Corporation").
2. These Amended and Restated Articles of Incorporation of the Corporation were duly adopted by written consent executed by the directors of the Corporation pursuant to § 617.1002 of the Florida Not For Profit Corporation Act.

ARTICLE I. NAME.

The name of this corporation is:

GREATER MIAMI NEIGHBORHOODS, INC.

ARTICLE II. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE III. PRINCIPAL OFFICE AND MAILING ADDRESS.

The address of the principal office and the mailing address of the Corporation is:

300 N. W. 12th Avenue
Miami, Florida 33128

ARTICLE IV. PURPOSES.

A. This corporation is organized and shall operate exclusively for educational, cultural, charitable and scientific purposes and to make gifts, grants, loans and subsidies to other charitable and/or education organizations described in Section 501(c)(3) of the Internal Revenue Code; such purpose shall include, but not be limited to the provisions of affordable housing to very low-income, low income and moderate-income person. The purposes of the corporation shall however, be limited in all events to exempt purposes described in Section 501(c) (3) of the

Internal Revenue Code of 1986 as amended. Furthermore, this corporation may engage in only activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt purposes. In furtherance of its exempt purposes the corporation may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on exempt activities.

B. As a means and incidental to accomplishing the purposes for which this corporation is being operated, it shall have the following powers:

(1) To solicit, accept, acquire, receive and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever nature or description and wherever situated; and

(2) To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law; and

(3) To borrow money but only as authorized by its Board of Directors, and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the corporation, wherever situated; and

(4) To invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift; and

(5) To maintain a margin account and conduct business in the margin account in the same fashion in which an individual may conduct business, including but not limited to buying on margin, selling short, buying and selling options, maintaining a special subscription account and dealing in commodities; and

(6) In general, to exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the

purposes hereinabove set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by law.

C. Notwithstanding anything herein to the contrary, this corporation may exercise only such powers as are 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.

D. No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any director or officer of the corporation or any other private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c) (3) of the Internal Revenue Code of 1986, as amended. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

E. No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

F. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by law, exclusively to one or

more organizations then described in Sections 501(c)(3) and 509(a)(1) or 509(a) (2) of the Internal Revenue Code of 1986, as amended, or to the federal, state or local government for exclusively public purposes.

ARTICLE V. MEMBERS AND DIRECTORS

A. The Corporation shall have one class of members. Qualification for membership in the Corporation, the manner of members' admission and membership voting rights shall be provided for in the Bylaws of the Corporation.

B. All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Directors. The Directors of the Corporation shall be elected by a majority vote of the Members, in accordance with the procedures provided in the Bylaws.

ARTICLE VI - REGISTERED AGENT

The Board of Directors may from time to time designate such person as registered agent or such address and place for the registered office of this corporation as it may see fit.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation of Greater Miami Neighborhoods, Inc. are hereby executed on this 12 day of May, 2000.

GREATER MIAMI NEIGHBORHOODS,
INC.

By: 

Name: Agustin Dominguez

Title: President

CERTIFICATE

There are no members of the corporation entitled to vote on these Restated Articles of Incorporation. These Restated Articles of Incorporation were approved and adopted by a majority vote of the directors in office on May 12th, 2000, constituting a sufficient number of vote to approve the amendment.

GREATER MIAMI NEIGHBORHOODS,
INC.

By: 

Name: Agustin Dominguez

Title: President

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