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FLORIDA PROFIT/NON PROFIT CORPORATION
POLLYWOG CREEK SENIOR HOUSING, INCORPORATED

Certificate of Status	0
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Project Number: 066-EE120-WAH/FL29-S101-006
Project Name: Pollywog Creek Senior Housing
Project Location: Jaycee Lions Drive, LaBelle, FL

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**ARTICLES OF INCORPORATION
OF
POLLYWOG CREEK SENIOR HOUSING, INCORPORATED
(a Florida not-for-profit corporation)**

This is to certify that we, the undersigned, all being of full legal age, do hereby associate ourselves for the purpose of forming a not for profit corporation under and by virtue of Chapter 617, Florida Statutes and further certify that:

**ARTICLE I
NAME**

- (a) The name of the Corporation is POLLYWOG CREEK SENIOR HOUSING, INCORPORATED, referred to as the "Corporation"
- (b) The existence of the Corporation will be perpetual.
- (c) The principal office of the Corporation will be located at 19308 SW 380th Street, Florida City, Florida 33034.
- (d) The resident agent of the Corporation is Steven C. Kirk, whose post office address is 19308 SW 380th Street, Florida City, FL 33034.

**ARTICLE II
PURPOSE**

The purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

- (a) This Corporation is organized exclusively for charitable and/or educational purposes, including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States

Internal revenue law, or to the Secretary of Housing and Urban Development for the time being exclusively for a public purpose. In pursuance of the foregoing purposes, the Corporation shall have the power to provide elderly persons and handicapped persons with housing facilities and services designed to meet their physical, social, and psychological needs, and to promote their health, security, happiness, and usefulness in longer living, the charges for such facilities and services to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis.

- (b) No part of the net earnings of the Corporation shall inure to the benefit of, or to be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) 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 other activities not permitted to be carried on (1) by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any future United States internal revenue law.

ARTICLE III POWERS

The Corporation is empowered:

- (a) To buy, own, sell assign, mortgage, or lease any interest in real estate and personal property and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article II hereof, but solely in connection with the project assisted under Section 202 of the Housing Act of 1959, as amended.
- (b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.
- (c) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Secretary

of Housing and Urban Development, and of such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of capital advances and project rental assistance under Section 202. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the Corporation, its successors and assigns, so long as a mortgage on the Corporation's property is held by the Secretary of Housing and Urban Development.

- (d) Upon dissolution of the Corporation, all the remaining assets of the Corporation shall be distributed only to one or more organizations created and operated for one or more exempt purposes within the meaning of Article II(a) hereof, other than for religious purposes, all the foregoing within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or shall be distributed to the Secretary of Housing and Urban Development exclusively for a public purpose. Any such assets not so disposed of shall be disposed by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes and to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV BOARD OF DIRECTORS

The number of directors of the Corporation shall be not less than 7 but no more than 15 members. There shall initially be 7 directors. The original directors and the terms for which each will serve are set below.

Name	Term
Steven C. Kirk	One Year
Arturo Lopez	One Year
Mary Finlan	One Year
David Peyton	One Year
Tom David	One Year
Fabiola Vidales	One Year
Piñta Alegre	One Year

The directors shall serve without compensation.

The directors of the Corporation shall, at all times, be limited to individuals who are either members of Rural Neighborhoods, Incorporated or nonmembers who have the approval of the Board of Directors of the said sponsoring organization. In the event that a director of the Corporation ceases to be a member of Rural Neighborhoods, Incorporated or, if the aforesaid approval is withdrawn, then, in either event, such shall constitute automatic resignation as a director of the Corporation.

The officers of the Corporation, as provided by the By-Laws of the Corporation, shall be elected by the directors of the Corporation, in the manner therein set out, and shall serve until their successors are elected and have qualified. The directors shall elect the regular officers of the Corporation at the annual meeting, for terms of one year. The secretary and treasurer may be one and the same person.

The annual meeting shall be held on the 2nd Tuesday of April of each year.

ARTICLE V BY-LAWS

By-Laws of the Corporation may be adopted by the directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles or of the Regulatory Agreement between the Corporation and the Secretary of Housing and Urban Development pursuant to Article II hereof.

ARTICLE VI AMENDMENTS

So long as a mortgage on the Corporation's property is held by the Secretary of Housing and Urban Development or the Use Agreement remains in effect, these Articles may not be amended without the prior written approval of the said Secretary.

**ARTICLE VII
INCORPORATOR**

The name and address of the initial Incorporator is Mr. Steven C. Kirk at 19308 SW 380th Street, Florida City, FL 33034. In WITNESS WHEREOF, the Incorporator, has hereunto set his hand and seal as Incorporator, this 20th day of March, 2012.

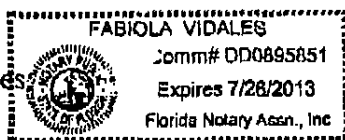

Steven C. Kirk

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The forgoing instrument was acknowledged before this 20th day of March, 2012, by Steven C. Kirk, as Incorporator of Pollywog Creek Senior Housing, Incorporated, a Florida not for profit corporation, on behalf of the corporation. Check One ☒ He is personally known to me or ☐ He has produced _____ as identification.


NOTARY PUBLIC STATE OF FLORIDA
AT LARGE

My Commission Expires

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to accept service of process of the Corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with the obligations of Section 617.0503 Florida Statutes, and all other requirements of the law pertaining thereto.

Date this 20th day of March, 2012.
Steven C. Kirk, Registered Agent