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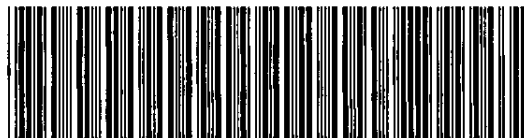
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 20 2015

C. CARROTHERS



Neighborhood Alliance Development Corporation

1415 North Myrtle Avenue • Jacksonville, Florida 32209

904-921-4567 • E-mail: NADC.11415@gmail.com

February 14, 2015

Amendment Section
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Neighborhood Alliance Development Corporation

DOCUMENT NO.: N12000009302

Enclosed is the **Articles of Amendment form** for the **Neighborhood Alliance Development Corporation**. We are amending all Articles and substituting the Amended Articles attached for the original articles.

FROM:

Lee E. Harris
1415 N. Myrtle Avenue
Jacksonville, FL 32209
904.921.4567
E-mail address: NADC.11415@gmail.com

Thank you very much.

Sincerely,

Lee E. Harris
Incorporator
Neighborhood Alliance Development Corporation

Enclosures

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of the

NEIGHBORHOOD ALLIANCE DEVELOPMENT CORPORATION

FILED
15 FEB 19 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned incorporators, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act pursuant to Chapter 617, Florida Statutes (F.S.), hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be: **Neighborhood Alliance Development Corporation.**

ARTICLE II: PRINCIPAL OFFICE

The principal offices of the corporation are located at: **1415 N. Myrtle Avenue, Jacksonville, FL 32209.** The office location can be changed within Duval County Florida by resolution of the Board of Directors.

ARTICLE III: PURPOSE

This corporation is formed exclusively for charitable and educational purposes pursuant to Chapter 617, under the Florida Statutes relating to the formation of corporations not for profit and is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and for the following specific purposes:

SECTION 1. To engage in activities designed to benefit and stabilize the lives of low to moderate income residents who are substantially unemployed, or whose income is below federal poverty guidelines living within the following geographic boundaries: The Corporation's target area includes the Jacksonville Standard Metropolitan Statistical Area (SMSA), and in the future may include other SMSAs in the State of Florida. The Corporation's initial target area includes public and private land parcels, improvements and all resident

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households as well as, businesses and institutions within the following described land area: Starting at the Interstate 95 - Kings Road intersection and proceeding north along Interstate 95 to 20th Street Expressway, turning west and proceeding along 20th Street Expressway to Wilson Street, turning south proceeding along Wilson Street to West 13th Street, turning east proceeding along West 13th Street turning south onto Whitner Street, proceeding south on Whitner Street to Kings Road, and turning east and proceeding along Kings Road to the Interstate 95 - Kings Road intersection, and the target area includes Kings Road and all land areas north of Kings Road.

SECTION 2. This Corporation is a Community Development Corporation (CDC), a community-based organization which facilitates and/or financially supports projects for the purpose of community and economic development and to foster and promote community-wide interest and concern for the problems of said residents to: (1) relieve the poor, distressed, underprivileged and indigent due to a lack of adequate housing, chronic unemployment or underemployment; enable them to secure the basic human needs of decent shelter, and to thus lessen the burdens of government and promote the social welfare; (2) combat community deterioration in a designated economically disadvantaged and deteriorated area by building, buying, and/or rehabilitating affordable housing for rent or homeownership or providing direct rental assistance to low-income people; (3) stabilize the neighborhood by engaging in community development activities, such as job training, small business assistance and housing development; (4) provide social services directly or through referral to area residents; (5) address community educational needs; (6) eliminate juvenile delinquency, poverty, and homelessness, and (7) support and sponsor positive activities for families, youth and seniors.

SECTION 3. To promote economic self-sufficiency and expand the opportunities available to residents and groups to own, manage and operate business enterprises in economically depressed areas; assist residents and groups in developing successful entrepreneurial and business enterprises and in obtaining financial support from a variety of sources, and to provide business incubators for small business owners. To support implementation of Section 3 of the Housing and Urban Development Act of 1968, as amended (12 U.S.C. 1701u) (Section 3) ensures that employment and other economic opportunities generated by certain HUD financial assistance shall, to the

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greatest extent feasible, be directed to low - and very - low income individuals, especially recipients of government assistance for housing and to business concerns which provide economic opportunities to low - and very - low income individuals.

SECTION 4. To encourage the development or retention of an industry in the community or area; promote the creation and retention of commercial and industrial jobs; provide employment and contracting opportunities for local residents and thereby lessen the burdens of government and act in the public interest, and provide opportunities to increase capital investment in low income, distressed or blighted areas.

SECTION 5. To expand opportunities available to said residents and groups to obtain adequate low cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing for persons and families who are homeless or of low to moderate income that otherwise would not be able to find or afford a suitable place to live.

SECTION 6. To provide such housing through rehabilitation of existing substandard buildings and construction of new facilities in the place of blighted structures or blighted vacant sites for the purpose of combating the deterioration of the community and contributing to its physical improvement.

SECTION 7. To contract, lease, buy, acquire or sell real estate and/or real property by any lawful method for housing and commercial business purposes and to conduct business on intangibles.

SECTION 8. To manage real property in order to provide affordable housing for low and moderate income households.

SECTION 9. To contract, form joint ventures or otherwise deal with the owners, developers, managers or other principals of housing projects in any manner that enhances or perpetuates their affordability for low and moderate income households.

SECTION 10. To enter into contracts or any other agreements with public agencies for the purpose of assisting by any lawful method in the implementation of their affordable housing strategies and historic preservation plans.

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SECTION 11. To borrow or otherwise receive funds or personal or real property, by gift, grant or by any other lawful method, for the purpose of carrying out the Corporation's purposes including financing the Corporation's housing and economic development projects.

ARTICLE IV: BOARD OF DIRECTORS

The powers of the corporation, including management of corporate affairs, shall be exercised by a Board of Directors as defined in the Bylaws of the corporation.

ARTICLE V: MANNER OF ELECTION

The initial Board of Directors will be appointed by the Incorporator and ratified by a majority vote of the Board at its initial meeting. Thereafter, directors will be elected at the corporation's annual meeting as detailed in the organization's Bylaws.

ARTICLE VI: INITIAL DIRECTORS

Lee E. Harris, 1336 N. Myrtle Avenue, Jacksonville, FL 32209

Attorney Edward Dawkins, 1543 Kingsley Avenue # 18B, Orange Park, FL 32073

Birnett Gee, 2564 Minosa Circle N, Jacksonville, FL 32209

Betty V. Harris, 6055 Kinnon Drive, Jacksonville, FL 32209

ARTICLE VII: LIMITATIONS ON ACTIONS

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code], and this 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. This corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE VIII: INDEMNIFICATION

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To the fullest extent then permitted by the Florida Not for Profit Corporation Act, the Corporation may indemnify and hold harmless each Director or other employee of the Corporation. Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is, or was, a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements incurred by himself or herself (or by the heirs, executors and administrators of such person) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to a proceeding that such Director or Officer (or heirs, executors and administrators of such person) may be entitled apart from this Article.

Any rights of indemnification and exoneration accruing under this Article shall apply whether or not such person continues to be a director or officer or other employee at the time any such loss, cost or expense is suffered or incurred.

ARTICLE IX: INSURANCE

To the extent permitted by the Florida Not-For-Profit Corporation Act, the Corporation may purchase and maintain insurance on behalf of any person who is or was such an officer, director or employee, against any liability incurred by him or her in such capacity, or arising out of his status as such whether or not the Corporation would have the power to indemnify the employee against such liability.

ARTICLE X: PROHIBITION AGAINST PRIVATE INUREMENT

The property of this Corporation is irrevocably dedicated to charitable, public and educational purposes. No part of the net earnings or assets of this corporation shall inure to the benefit of, or be distributable to, its Directors, Officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation. The Corporation shall be authorized and empowered to pay other persons for any loss incurred by it under or by reason of such contract or transaction, nor shall any such Director or Officer be accountable for any gains or profits realized thereon.

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ARTICLE XI: DISSOLUTION

Upon the dissolution of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed by the Board of Directors or its designee, for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal, state or local government, for a public purpose or to a church or other not-for-profit agency as defined by Section 501(c)(3) of the Internal Revenue Code. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

ARTICLE XII: BYLAWS

The Board of Directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered or rescinded at any meeting of the Board upon the vote of a majority of the members, present and voting, who deem it necessary, provided notice has been given of such change in accordance with the Bylaws.

ARTICLE XIII: AMENDMENTS

These Articles of Incorporation may be amended by a two-thirds majority vote of the Board of Directors, at a regular or special meeting, when deemed necessary. Upon approval, such amendment must also be forwarded to the Secretary of the State of Florida for filing and approval before the same shall be effective.

ARTICLE XIV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is: Lee E. Harris, 6055 Kinnon Drive, Jacksonville, FL 32209.

ARTICLE XV: INCORPORATOR

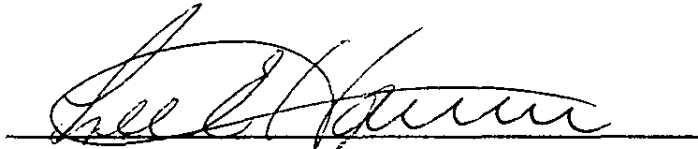
The name and address of the Incorporator is: Lee E. Harris, 6055 Kinnon Drive, Jacksonville, FL 32209.

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

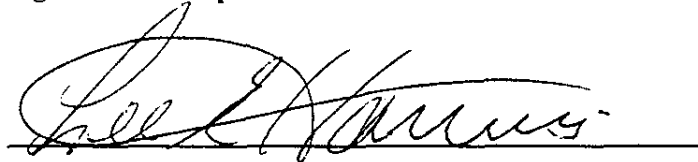
Signature/Registered Agent:



Lee E. Harris

Date: 2/14/2015

Signature/Incorporator:



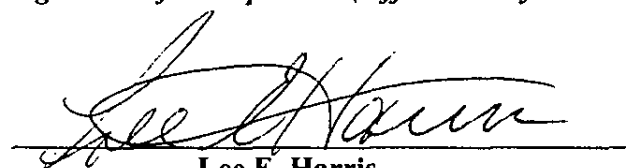
Lee E. Harris

Date: 2/14/2015

CERTIFICATION OF ADOPTION OF BYLAWS

THE BOARD OF DIRECTORS, hereby, accepts and ratifies these Articles of Amendment to the Articles of Incorporation. We consent to and hereby adopt the foregoing Articles, as the Articles of Incorporation of this Corporation. I hereby certify that these Articles were amended and adopted by the Board of Directors at a meeting held on February 5, 2015.

Signature of Incorporator (Officers not yet elected):



Lee E. Harris

DATE SIGNED: 2/14/2015