

N13000004207

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

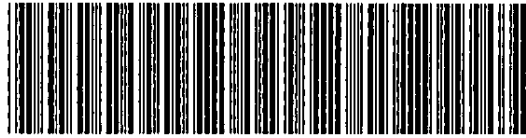
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400247328734

05/01/13--01029--002 **78.75

FILED
13 MAY - 1 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K 05/02/13

EFFECTIVE DATE 05/01/13

GORNTO & GORNTO, P.A.

ATTORNEYS AT LAW

444 Seabreeze Boulevard, Suite 200

Daytona Beach, Florida 32118

EMAIL: brad@gorntolaw.com

L. A. 'Gus' Gornto, Jr.
Board Certified Tax Lawyer
Master of Laws in Taxation

Bradford B. Gornto
Master of Laws in Taxation

Telephone
(386) 257-1899

Telecopier
(386) 257-1833

April 30, 2013

VIA FEDEX #7996 4832 9492

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Florida Redevelopment Assistance, Inc.

Dear Sir/Madam

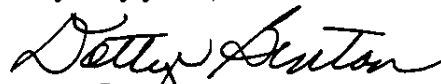
Please find enclosed the following documents for filing:

1. Articles of Incorporation (2);
2. Check in the amount of \$78.75, filing fee.

Please return a certified copy to us in the enclosed, stamped, self-addressed envelope.

If you have any questions, or need further information, please feel free to call me.

Very truly yours,



Dottie Benton
Paralegal

/dlb
Enc.

ARTICLES OF INCORPORATION
OF
FLORIDA REDEVELOPMENT ASSISTANCE, INC.
(A Florida Not for Profit Corporation)

FILED
13 MAY -1 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation shall be: **FLORIDA REDEVELOPMENT ASSISTANCE, INC.** (hereinafter called the "Corporation").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

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

Principal Office Address:

301 S. Bronough Street, Suite 300
Tallahassee, FL 32301

Mailing Address:

P.O. Box 1757
Tallahassee, FL 32302

ARTICLE III - PURPOSES

A. The corporation is organized to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (as amended and pursuant to the applicable U.S. Treasury Regulations) and more specifically:

- (a) To promote the redevelopment and use of Florida's urban redevelopment areas;
- (b) To take remedial actions to eliminate the physical, economic and social deterioration of Florida's urban redevelopment areas;
- (c) To disseminate information of and promote interest in the redevelopment of Florida's urban redevelopment areas;
- (d) To hold meetings, seminars and other activities for the instruction at members and the public in those activities such as building rehabilitation and design, economic restructuring and planning management that foster the preservation of Florida's urban redevelopment areas;
- (e) To aid, work with and participate in the activities of other organizations, individuals and public and private entities located within and outside Florida engaged in similar purposes;
- (f) To solicit and receive and administer funds for educational purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise,

EFFECTIVE DATE 05/01/13

FILED

13 MAY -1 PM 4:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

either absolutely or jointly with another individual or person of any organizational entity, any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount of value: to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as, in the judgment of the corporation's board of directors, will best promote the purposes of the corporation without limitation, except such limitation, if any as may be contained in the instrument under which such property is received, the bylaws of the corporation, or any laws applicable thereto.

- (g) To educate any person interested in best practices and attaining skills for community redevelopment in Florida, to bring this education to the local level, in order to minimize expenses for such education, and to provide other low cost resources to participants in such educational endeavors, such as paper documents, notebooks, online services and programs, live seminars, networking opportunities and training.
- (h) To provide professional development, continuing education and other opportunities for persons wishing to become more skilled in and knowledgeable about quality redevelopment and about achieving success in reaching community generated and approved goals and objectives, alone or in partnership with other organizations for community redevelopment agencies and other community revitalization programs.

B. This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, the Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or the corresponding provision of any future United States internal revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or any other corresponding provision of any future United States internal revenue law.

2. Notwithstanding any other provision of these Articles, this corporation is organized exclusively for recreational purposes which qualifies as an exempt organization under Section 501(c) of the Code, or any other corresponding provision of any future United States internal revenue law.

C. The Corporation shall not attempt to influence legislation except as an insubstantial part of its activities. The corporation shall not engage in any transaction or permit any act or omission which shall operate to deprive it of its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code. The corporation shall not in any manner or to any extent participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office, nor shall it engage in any "prohibited transaction" as defined in Section 503(b) of the Internal Revenue Code of 1986. In the event of dissolution or liquidation of this corporation, any assets then remaining shall be

distributed among such other organizations that qualify at that time as exempt charitable organizations described in Section 501(c)(3) of the Internal Revenue Code and to the greatest extent possible, such distributed assets shall be used by such recipient charitable 501(c) organizations for purposes consistent with those exempt charitable purposes of the Corporation.

D. Notwithstanding any other provision of these articles of incorporation, this corporation shall not engage in any activities not permitted to be engaged in by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue code or laws.

E. No part of the net earnings of the corporation shall inure to the benefit of any member of the corporation or other private individual except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered on its behalf. None of the property of the corporation, including any funds, shall be distributed directly or indirectly to any member of the corporation except in fulfillment of its charitable and educational purposes.

F. The corporation also has such powers as are now or may hereafter be granted under the laws of the State of Florida that are in furtherance of the corporation's exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax code or laws.

ARTICLE III - DURATION

The period of the duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE IV - INCORPORATOR

The name and address of the sole incorporator of the Corporation is:

Bradford B. Gornto, Esq.
444 Seabreeze Boulevard, Suite 200
Daytona Beach, FL 32118

ARTICLE V - BOARD OF DIRECTORS & DIRECTOR MEETINGS

The actions, powers and affairs of this corporation shall be exercised and conducted by a Board of Directors. The number of directors of the corporation shall be set forth in the Bylaws but shall not be less than the minimum number required by state law. The term of office and manner of electing and removing Directors shall be set forth in the Bylaws. The names and addresses of the initial Board of Directors are as follows:

Name:

Courtney Baker

Address:

301 S. Bronough Street, Suite 300

FILED
13 MAY - 1 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

13 MAY -1 PM 4:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

	Tallahassee, FL 32301
Diane Colonna	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Kevin Crowder	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Brenna Durden	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Michael English	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Jeanette Fenton	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Marjorie Ferrer	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Sherod Halliburton	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Gail Hamilton	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Marc Kleisley	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Peter Moore	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Michael Parker	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Richard D. Sala	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301

Board of Directors meetings shall be held at a time and place specified by the President, or at such place or places as the Board of Directors may designate from time to time.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the Board of Directors shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Board of Directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation of this corporation authorize the Board of Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE VI - OFFICERS

The day-to-day affairs of the Corporation shall be administered, subject to the direction and authority of the Board of Directors, by the officers of the Corporation, which include a President, Vice President, Secretary and Treasurer and such other officers as permitted by the Bylaws. The officers shall be appointed by the Board of Directors and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Steve Lindorff	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301
Treasurer	Gus Gianikas	301 S. Bronough Street, Suite 300 Tallahassee, FL 32301

ARTICLE VII - MEMBERSHIP

The Corporation shall NOT have any members, as contemplated by Chapter 617 of the Florida Statutes, and all governance of the Corporation shall be by its Directors pursuant to these articles of organization, the bylaws and Chapter 617 of the Florida Statutes.

ARTICLE VIII - BYLAWS

The Bylaws may be amended, altered, or repealed and new Bylaws may be adopted only by a majority of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE IX- AMENDMENT

These Articles of Incorporation may be altered, amended or repealed only by at least a two-thirds (2/3) majority vote of the Board of Directors of the Corporation.

ARTICLE X – EFFECTIVE DATE (Fla. Stat. Sec. 617.0203)

Pursuant to Fla. Stat. 617.0203, the incorporation for this corporation shall begin on May 1, 2013, which precedes the date of filing that these Articles of Incorporation with the Division of Corporations of the Department of State of the State of Florida by no more than five (5) business days.

ARTICLE XI - INITIAL REGISTERED AGENT

The named and street address of the Corporation's initial registered office in the State of Florida is:

Bradford B. Gornto, Esq.,
Gornto & Gornto, P.A.
444 Seabreeze Boulevard, Suite 200
Daytona Beach, FL 32118

IN WITNESS WHEREOF, the undersigned, as the incorporator, has executed these Articles of Incorporation of FLORIDA REDEVELOPMENT ASSISTANCE, INC., this 30th day of April 2013.

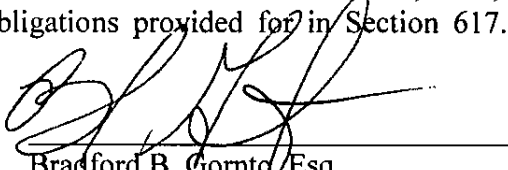
By: 

Name: Bradford B. Gornto, Esq.

Title: Incorporator

CONSENT OF INITIAL REGISTERED AGENT OF FLORIDA REDEVELOPMENT ASSISTANCE, INC. (a Florida Not-For-Profit Corporation)

The undersigned, whose business address is Bradford B. Gornto, Esq., 444 Seabreeze Boulevard, Suite 200, Daytona Beach, FL 32118, hereby accepts appointment as the initial registered agent of: FLORIDA REDEVELOPMENT ASSISTANCE, INC., a Florida not-for-profit corporation, and accepts the obligations provided for in Section 617.0501, Florida Statutes.


Bradford B. Gornto, Esq.,
Registered Agent

DATE: Apr 1 30, 2013

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 MAY -1 PM 4:53

FILED