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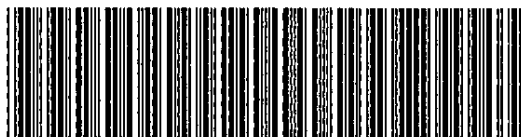
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DIVISION OF CORPORATIONS
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COVER LETTER

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

SUBJECT: Habitat Housing Solutions, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$78.75	XX <input type="checkbox"/> \$87.50
Filing Fee	Filing Fee & Certificate of Status	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate
ADDITIONAL COPY REQUIRED			

FROM: **Thomas B. Walker**
Name (Printed or typed)
224 Datura Street, # 1314
Address
West Palm Beach, FL 33401
City, State & Zip
561 833 9155
Daytime Telephone number
tbwalker04@bellsouth.net
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: **Habitat Housing Solutions, Inc.**

ARTICLE II PRINCIPAL OFFICE

The place in the State of Florida where the principal office of the Corporation is to be located is the City of West Palm Beach, Palm Beach County.

Principal street address:
224 Datura Street
Suite 1314
West Palm Beach, FL 33401

Mailing address, if different is:

ARTICLE III PURPOSES

The purposes for which the corporation is organized include the following:

A General Statement

Habitat Housing Solutions, Inc., hereinafter HHSI, is a private nonprofit, community-based organization whose primary purpose is to provide in the communities it serves, decent, safe, and sanitary housing to households at or below eighty percent (80%) of area median income (AMI), and may serve households up to one hundred twenty percent (120%) of AMI. HHSI is organized exclusively for charitable, religious, educational, and scientific purposes, 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 or the corresponding section of any future tax code.

B. Qualification as a Community Housing Development Organization (CHDO) and as a 501 (c)(3)

HHSI includes in its Articles of Incorporation those key elements that qualify it to be a Community Housing Development Organization (CHDO) in conformity with the definition of such an organization as outlined in 24 CFR Part 92.2, as follows:

1. It is organized as a State of Florida not for profit corporation;
2. It has no part of its net earnings inuring to the benefit of any member, founder, contributor, or individual;
3. It is neither controlled by, nor under the direct influence of, individuals or entities seeking to derive profit or gain from the organization;
4. It has met all requirements for and has filed Form 2083 with the IRS seeking status as a 501 (c) (3) organization;
5. Does not include a public body with authorization to appoint more than one-third of the membership of the organization's governing body, and no more than one-third of the

- board members may be public officials or employees of the participating jurisdiction or State of Florida;
6. Has standards of financial accountability that conform to 24 CFR 84.21, "Standards for Financial Management Systems;"
 7. Has among its purposes the provision of decent housing that is affordable to households at or below 80% of AMI, and may serve households up to 120% of AMI, as evidenced in its charter, these articles of incorporation, and through its board resolutions and/or its by-laws;
 8. Maintains accountability to low-income community residents by:
 - a. Maintaining at least one-third of its governing board's membership for residents of low-income neighborhoods, other low-income community residents, or elected representative of low-income neighborhood organizations.
 - b. Providing a formal process for low-income program beneficiaries to advise the organization in its decisions regarding the design, siting, development, and management of affordable housing, through public notice of regularly scheduled open meetings for community participation;
 9. Has a demonstrated capacity through its contracts with Habitat for Humanity of Palm Beach County, Inc., (HFHPBC), for carrying out activities assisted with HOME funds as well as other local, State, and Federal funding. The HHSI organization satisfies this requirement by hiring experienced key staff members who have successfully completed similar projects and a plan to train appropriate key staff members of the organization, and through its relationship with HFHPBC; and
 10. Through its relationship with HFHPBC has an associated history of serving the community within which housing to be assisted with HOME funds is to be located. It is this shared history that demonstrates many years of serving the community and provides the ability to utilize the HFHPBC capacity and experience to the extent possible for funding and oversight.

C. Additional General Purposes

1. To work with economically underserved individuals in specifically delineated areas of the community to help them create a better human habitat in which to live and work;
2. To work in cooperation with other agencies and groups which have a kindred purpose;
3. To receive, maintain, accept and disburse funds to be utilized for closing costs, infrastructure or construction improvements or site development in connection with the building and closing of homes by Habitat for Humanity of Palm Beach County, Inc., a Florida not for profit corporation, for the purpose of providing affordable housing for low-income families;
4. To cooperate with other charitable organizations, through grants and otherwise, which are working to develop a better habitat for economically underserved individuals;

5. To provide decent housing that is affordable to very-low, low-, and moderate-income persons regardless of religious affiliation or belief;
6. To receive, maintain and accept, as assets of the corporation, any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase from any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a charitable organization or for any purpose other than charitable purposes, or which would jeopardize the Federal Income Tax exemption of this corporation pursuant to Section 501 (c)(3) of the Internal Revenue Code of 1986, as now in force or acts in amendment thereof or substitution therefor.

ARTICLE IV **MANNER OF ELECTION**

The corporation shall have five (5) directors initially. A director shall mean a member of the Board of Directors. The number of directors may be increased or decreased from time to time as provided in the Bylaws but shall never be less than five (5). The corporation will maintain at least one-third of the board membership for residents of low income neighborhoods, other low-income community residents, or elected representatives of low-income neighborhood organizations. No more than one-third of the organization's governing board may be elected or appointed public officials.

ARTICLE V

No part of the net earnings of the corporation shall inure to the benefit of, or 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 rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VI **BYLAWS**

The Board of Directors of this corporation shall adopt Bylaws not inconsistent with these Articles of Incorporation for the conduct of the corporation's business and the carrying out of its purposes. The Bylaws may be amended, altered or rescinded in whole or in part, from time to time, by a two-thirds vote of the members of the Board of Directors present at a meeting at

which a quorum is present; provided, however, that if the meeting is other than the annual meeting of the Board of Directors, ten days' notice in writing of the time, place and purpose of such meeting shall be given to each Director unless such notice shall be waived in writing; provided further, that any changes in the Bylaws approved by the Board of Directors shall subsequently be affirmed by a majority vote of the members of the corporation present at the next duly noticed meeting of the members of the corporation.

ARTICLE VII DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

ARTICLE VIII INITIAL OFFICERS AND/OR DIRECTORS

A. Directors.

The Names and addresses of the persons who are to serve as the initial directors are as follows:

Name and Title: Thomas B. Walker
Chairman, Director
Address: 224 Datura St, #1314
West Palm Beach, FL 33401

Name and Title: Bernard J. Godek
Co-Chairman, Director
Address: Habitat for Humanity PBC
6758 N Military Trail, #303
West Palm Beach, FL 33407

Name and Title: Christopher Heggen
Director
Address: 1920 Wekiva Way, #200
West Palm Beach, FL 33411

Name and Title: Shandra Michelle Stringer
Director
Address: 1149 West 33rd Street
Riviera Beach, FL 33404

Name and Title:
Director
Address:

Name and Title:
Director
Address:

Name and Title: Director
Address

Name and Title: Director
Address:

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A. Officers

There shall be a President, a Vice President, a Secretary, and a Treasurer, who shall manage the affairs of the corporation, as well as such other officers as may be prescribed from time to time in the Bylaws. The officers shall be elected at the annual meeting of the corporation and shall serve until their successors are elected and qualified. The officers shall serve such terms and perform such duties as may be prescribed from time to time in the Bylaws. The initial Officers are as follows:

Thomas B. Walker, President & Treasurer
Bernard J. Godek, Vice President & Secretary

ARTICLE IX REGISTERED AGENT

The name and Florida street address of the registered agent is:

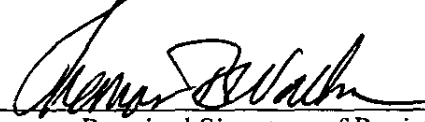
Name: Thomas B. Walker
Address: 224 Datura Street, Suite 1314
West Palm Beach, FL 33401

ARTICLE X INCORPORATOR

The name and address of the Incorporator is:

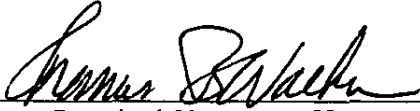
Name: Thomas B. Walker
Address: 224 Datura Street, Suite 1314
West Palm Beach, FL 33401

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


Required Signature of Registered Agent


Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Required Signature of Incorporator



Date