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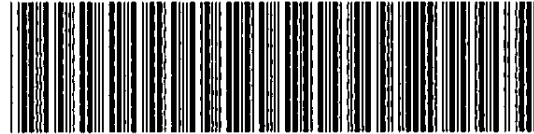
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

CENTRAL AVENUE APARTMENTS, INC.

Signature _____

Requested by: Seth

04/23

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

ARTICLES OF INCORPORATION
OF
CENTRAL AVENUE APARTMENTS, INC.
A NON-PROFIT CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 APR 24 PM 1:01

ARTICLE I
NAME

The name of this corporation is **CENTRAL AVENUE APARTMENTS, INC.** (hereinafter referred to as "the Corporation").

ARTICLE II
DURATION

The corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 5100 Tice Street, Ft. Myers, FL 33905; the name of the initial registered agent of this corporation is RICK EVANCHYK; and the address of the registered agent is Goodwill Industries of Southwest Florida, Inc., 5100 Tice Street, Ft. Myers, FL 33905.

ARTICLE IV
PURPOSE

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

(i) This Corporation is organized exclusively for charitable and/or educational purposes 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. In pursuance of the foregoing, the Corporation shall have the purpose to maintain an affordable housing facility for habitability consistent with generally applicable housing standards for lease to residential tenants located in the City of Ft. Myers, Florida under all federal, state and local laws, ordinances, codes, statutes and regulations, and to provide services specially designed to meet their physical, social environment, economic and psychological needs, and to promote their health, security, happiness, and usefulness in longer living. The charges for such facilities and services is to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis.

(ii) 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 Corporations 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 501(c)(3) of the Internal Revenue Code, 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 the corresponding section of any future United States internal revenue law.

ARTICLE V **POWERS**

The Corporation is empowered:

(A) To buy, own, sell, convey, 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 IV hereof, including but not limited to a project assisted under the CDGB - NSP National Objectives pursuant to 24 CFR 570.208.

(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 Subrecipient Agreement with the City of Ft. Myers, Florida, 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 the CDGB - NSP National Objectives pursuant to 24 CFR 570.208 or any other program for affordable housing.

(D) In the event of dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, all of 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 IV(A) hereof, other than for religious purposes, all of the foregoing within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future United States internal revenue law. 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 VI **MEMBERS**

Membership in the Corporation shall, at all times, be limited to individuals who are the Members of GOODWILL INDUSTRIES OF SOUTHWEST FLORIDA, INC., or such other individuals as elected by the Membership for a perpetual term or such term as the Board may determine. In the event that a member ceases to be a Member of GOODWILL INDUSTRIES OF SOUTHWEST FLORIDA, INC., then this shall constitute automatic resignation as a member of the Corporation.

ARTICLE VII **OFFICERS AND DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than three (3) nor more than fifteen (15) in number who shall be elected by the members of the Corporation at the

Annual Meeting. The names and post office addresses of the persons who shall serve as initial Directors until their successors are duly qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Daniel F. Adams	2180 W. First Street, Ste. 212 Fort Myers, FL 33901
William Barrett	7811 University Pointe Drive Fort Myers, FL 33902
Sherri Denning	P.O. Box 1680 Labelle, FL
Ray V. Pottorf	950 Aqua Lane Fort Myers, FL 33919
Dale Schneider	7000 Barrancas Avenue Bokeelia, FL 33922
Joseph Spielman	5100 Tice Street Fort Myers, FL 33905
Michael Sullivan	15000 Old 41 Road Naples, FL 34110
Rick Evanchyk	5100 Tice Street Fort Myers, FL 33905

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 qualified. The Secretary and Treasurer may be one and the same person.

The following officers will serve until the next annual meeting, or until their successors are elected and qualified.

<u>OFFICER</u>	<u>NAME</u>
President/Treasurer	JOSEPH SPIELMAN
Vice President/Secretary	DALE SCHNEIDER
Assistant Vice President	RICK EVANCHYK

Directors shall serve without compensation.

ARTICLE VIII **INCORPORATORS**

The names and street addresses of the person signing these Articles of Incorporation as the Incorporators is :

Rick Evanchyk	5100 Tice Street Fort Myer, FL 33905
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**ARTICLE IX
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.

**ARTICLE X
AMENDMENTS**

Amendment to the Articles of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a majority is present and must be adopted by a two-thirds vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the By-Laws. Amendment shall be approved by a two-thirds affirmative vote of the members of the Board of Directors present.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 22nd day of April, 2014.




RICK EVANCHYK

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 22nd day of April, 2014, by RICK EVANCHYK. Such person did not take and oath and:
(notary must check applicable box)

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced _____ as identification.






Name of Notary (Typed, Printed or Stamped)
My Commission expires: _____

ACCEPTANCE BY DESIGNATED REGISTERED AGENT

CENTRAL AVENUE APARTMENTS, INC. having designated RICK EVANCHYK, as its Registered Agent and whose address is Goodwill Industries of Southwest Florida, Inc., 5100 Tice Street, Fort Myers, FL 33905, having been so named to accept service for the above-named corporation at the place above indicated, does hereby accept the designation as Registered Agent.

Dated this 2nd day of APRIL, 2014.



RICK EVANCHYK,
Registered Agent