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16 FEB 19 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-19/ms

COVER LETTER

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

SUBJECT: Highlands County Housing Authority, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Althea Hargrove

Name (Printed or typed)

3909 Kenilworth Blvd.

Address

Sebring, FL 33870-4425

City, State & Zip

863-253-7718

Daytime Telephone number

Althea2355@Comcast.Net

E-mail address: (to be used for future annual report notification)

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

APPROVED
AND
FILED

16 FEB 19 AM 9:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
HIGHLANDS COUNTY HOUSING AUTHORITY, INC.
A NON-PROFIT CORPORATION**

Pursuant to the provisions of Section 617.1007 of the Florida Not For Profit Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its Board of Directors, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is HIGHLANDS COUNTY HOUSING AUTHORITY, 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

REGISTERED OFFICE AND AGENT

The street address of the principal office of the Corporation is 3909 Kenilworth Blvd., Sebring, FL 33870-4425; the name of the registered agent of this corporation is ALTHEA HARGROVE; and the address of the registered agent is 3909 Kenilworth Blvd., Sebring, FL 33870-4425.

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:

(A) This Corporation is organized exclusively for charitable and/or educational purposes, including, 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, for the time being

exclusively for a public purpose. In pursuance of the foregoing, the Corporation's purpose is to foster, construct and operate a low-income housing facility located in the City of Sebring, Florida under the HUD HOME Program, or other government funding programs, 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 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 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 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.

(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, land use restrictions, 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, and of such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of low income 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 HIGHLANDS COUNTY HOUSING AUTHORITY, 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 HIGHLANDS COUNTY HOUSING AUTHORITY, 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 Directors until their successors are duly qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
VELMA LOCKETT	3909 Kenilworth Blvd. Sebring, FL 33870-4425
JUAN BERRONES	3909 Kenilworth Blvd. Sebring, FL 33870-4425
ALTHEA HARGROVE	3909 Kenilworth Blvd. Sebring, FL 33870-4425
JOSEPHINE MARITY	3909 Kenilworth Blvd. Sebring, FL 33870-4425

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. Directors shall serve without compensation.

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

APPROVED
AND
FILED

16 FEB 19 AM 9:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<u>OFFICER</u>	<u>NAME</u>
PRESIDENT	VELMA LOCKETT
VICE PRESIDENT	JUAN BERRONES
TREASURER	JOSEPHINE MARITY
SECRETARY	ALTHEA HARGROVE

ARTICLE VIII **INCORPORATORS**

The name and street addresses of the person signing these Articles of Incorporation as the incorporator is:

ALTHEA HARGROVE	3909 Kenilworth Blvd. Sebring, FL 33870-4425
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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 of Incorporation.

ARTICLE X **AMENDMENTS**

So long as mortgage on the Corporation's property is held by Florida Housing Finance Corporation, these Articles of Incorporation may not be amended without the prior written consent of Florida Housing Finance Corporation. Amendment to these 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 Director present.

In accordance with Section 607-1007(3), Florida Statutes, it is hereby certified that no amendment contained in these Articles of Incorporation requires approval by the members of the Corporation, and that the Board of Directors adopted these Articles of Incorporation on February 16, 2016, and the number of votes cast by the Directors for the amendments to these Articles of Incorporation were sufficient for the approval hereof.

In witness whereof, the undersigned incorporators have executed these Articles of Incorporation on this 16th day of February, 2016.


ALTHEA HARGROVE, Secretary

APPROVED
AND
FILED

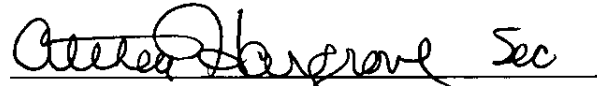
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY DESIGNATED REGISTERED AGENT

HIGHLANDS COUNTY HOUSING AUTHORITY, INC. having designated ALTHEA HARGROVE as its Registered Agent and whose address is 3909 Kenilworth Blvd., Sebring, FL 33870-4425, 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.

Date Signed: 2/16/2016


ALTHEA HARGROVE
Registered Agent

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TALLAHASSEE, FLORIDA