

N16000005385

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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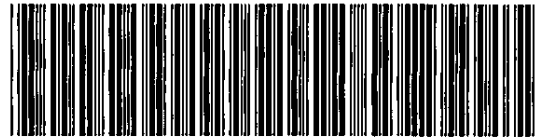
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Neal

B. Tedlock SEP 14 2016

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: U.S HOUSING AND COUNSELING SERVICE, CORP.

DOCUMENT NUMBER: N16000005385

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOSE ALCARAZ

(Name of Contact Person)

U.S HOUSING AND COUNSELING SERVICE, CORP

(Firm/ Company)

177 NE 53RD STREET

(Address)

MIAMI FL 33137

(City/ State and Zip Code)

USHOUSINGANDCOUNSELINGSERVICE@YAHOO.COM

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

For further information concerning this matter, please call:

JOSE ALCARAZ

305 576-6524

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

U.S HOUSING AND COUNSELING SERVICE, CORP

(Name of Corporation as currently filed with the Florida Dept. of State)

N1600005385

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

N/A

C. Enter new mailing address, if applicable:

*(Mailing address **MAY BE A POST OFFICE BOX**)*

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

(Florida street address)

New Registered Office Address:

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	N/A	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	N/A	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	N/A	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	N/A	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	N/A	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	N/A	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

SEE ATTACHED

ARTICLES OF INCORPORATION
OF
U.S HOUSING AND COUNSELING SERVICE, CORP.

The Undersigned, for the purpose of forming a not for profit corporation under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is U.S HOUSING AND COUNSELING SERVICE, CORP.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 177 NE 53rd Street Miami, FL. 33137.

ARTICLE III: PURPOSE

The purpose of the corporation is to sell foreclosed homes to low income buyers and nonprofit organizations and provide counseling services and first time home buyers information, participate in new construction and substantial rehabilitation of multifamily housing.

ARTICLE IV: QUALIFICATION

The qualifications for member and the manner of their admission are stated in the bylaws of the corporation.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent of the corporation is Jose Alcaraz 177 NE 53rd Street Miami, FL. 33137.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The number of persons constituting, the board of Directors of the corporation is one (1) initially. The manner in which the directors are elected is stated in the corporate bylaws. The name and address of the person who is to serve as a member of the initial Board of Directors is Ahmad Bashiri Moghaddam, Anvar Moghaddam and Keith Campbell.

ARTICLE VII: NON STOCK BASIS

The corporation is organized under a non stock basis.

ARTICLE VIII: DISSOLUTION

Said Organization 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 described under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the internal Revenue Code.

ARTICLE IX: INCORPORATOR

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment (s) thereto.

ARTICLE XI: CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

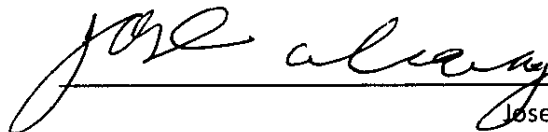
The undersigned incorporator has executed these articles of incorporation this 31stth Day of August, 2016.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: U.S Housing and Counseling Service, Corp.
2. The name and street address of the registered agent and office is: Jose Alcaraz, 177 Ne 53rd Street Miami, FL. 33137

Under penalties and perjury, I declare that I have examined this information, including accompanying documents, and to the best of my knowledge and belief, the information contains all the relevant facts relating to the request for the information, and such facts are true, correct and complete.



Jose Alcaraz
Registered Agent

08-31-2016

Date

ATTACHMENT "B"

Please attach copies of the IRS letter granting buyer its tax exempt status together with copies of Buyer's form 990's for the past three (3) years.

If buyer is not tax exempt, explain why not.

TAX EXEMPTION STATUS HAS BEEN APPLIED FOR AS WELL AS EIN NUMBER AWAITING IRS GRANTING SAID STATUS.

ATTACHMENT "C"

List any amounts out of the gross revenue from the purchase, ownership, operation or sale of the property, including without limitation, any salaries, commissions, management fees, financing fees, development fees, or other fees currently being paid or to be paid to any nature of such compensation.

Name of Insider or Affiliate	Nature of Affiliation	Description of Payments to Insider or Affiliate
NONE	NONE	NONE

Describe all relationships that Insiders and Affiliates of Insiders have with Buyer and each other.

ATTACHMENT "D"

List All transactions that Buyer has engaged in with Insiders, or Affiliates of Insiders, during the past 10 years, including but not limited to the purchase, sale or transfer of any properties or assets of buyer other than the property; the provision of employment, management, brokerage or other services; and the making of loans.

Name of Insider or Affiliate	Nature of Affiliation	Description of Transaction with Insider or Affiliate
NONE	NONE	NONE

Describe all relationships that Insiders and affiliates of Insiders have with Buyer and each other.

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

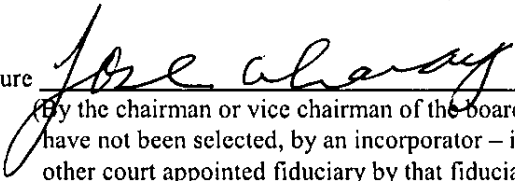
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 08-31-2016

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JOSE ALCARAZ
(Typed or printed name of person signing)

REGISTERED AUBMT
(Title of person signing)