

2/3/2017

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FLORIDA PROFIT/NON PROFIT CORPORATION
Vincentian Properties, Inc.

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**ARTICLES OF INCORPORATION
OF
VINCENTIAN PROPERTIES, INC.**

**ARTICLE I
NAME**

The name of the corporation is **VINCENTIAN PROPERTIES, INC.**, (hereinafter referred to as "the Corporation"), and its principal place of business and mailing address is 384 15th Street North, St. Petersburg, FL 33705-2016. The corporation is organized under the provisions of Chapter 617 of the Florida Statutes.

**ARTICLE II
TERM OF EXISTENCE**

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

**ARTICLE III
PURPOSES**

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) To provide housing for those persons within the State of Florida, in need of quality and affordable housing. Such housing shall include, but not be limited to, housing for low income families, homeless, Veterans, low income elderly, and other individuals in need of affordable housing, including those with special needs. Such purpose shall also include, but not be limited to, the ability to construct, rehabilitate, or otherwise develop housing facilities and manage the same, and provide supporting and ancillary services for all such housing.
- (B) The corporation may exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code.
- (C) The Corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.

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ARTICLE IV
POWERS

The Corporation is empowered:

- (A) To buy, own, sell, convey, assign, mortgage or lease or encumber 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 III.
- (B) To borrow money and issue evidence of indebtedness, as well as receive grants from private or public funding sources 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 as permitted non-profit corporations under Chapter 617 of the Florida Statutes.
- (D) In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any or future law, or to the Federal, State or local government for exclusive public purpose.
- (E) Notwithstanding any other provisions of these articles, this 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 Internal Revenue Code of 1954 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 Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

ARTICLE V
MEMBERS AND DIRECTORS

- (A) **Members** - The members of the Corporation shall be established in accordance with the Bylaws.
- (B) **Directors** - The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than three (3) in number who shall be

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elected by the members of the Corporation at the Annual Meeting. The Directors of the Corporation need not be members of the Corporation. The names and addresses of the persons who shall serve as initial Directors until their successors are duly qualified, are as follows:

- Pat Sullivan, 3825 42nd Ave. S., St. Petersburg, FL 33711
- Penny Simone, 1310 13th St. N., St. Petersburg, FL 33705
- Susan King-Dwyer, 5416 Leilani Dr., St. Petersburg Beach, FL 33706
- Deacon Lionel Roberts, 2725 66th Terrace S., St. Petersburg, FL 33712
- Chris Youmans, 146 2nd Street N., Suite 200, St. Petersburg, FL 33701
- *Michael Floyd, 420 4th Street S. #508, St. Petersburg, FL 33701
- Mary Cash, 540 2nd Ave. S. #1401, St. Petersburg, FL 33701
- Carmen Cayon, 6819 N. Hale Ave., Tampa, FL 33614
- Bill Condon, 1640 Brightwaters Blvd. NE, St. Petersburg, FL 33704

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Directors shall serve without compensation.

Directors shall be elected in accordance with the Bylaws.

ARTICLE VI
OFFICERS

The officers of the corporation may include a Chairperson, one or more Vice Chairpersons, President, a Secretary, a Treasurer, any additional Assistant Secretaries or Treasurers, and such other officers as the Board of Trustees may elect from time to time. A person may hold more than one office at one time. A person need not be a Trustee in order to be an officer. The officers shall be elected at the annual meeting of the Board of Trustees or as provided in the Bylaws. The officers are elected as set forth in the Bylaws.

ARTICLE VII
BYLAWS

Bylaws of the Corporation may be adopted, made, altered, or rescinded 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, subject to approval of the membership.

ARTICLE VIII
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 (2/3) vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the Bylaws. Any Amendment must be approved by the membership.

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**ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the registered office of this corporation is: 384 15th Street North, St. Petersburg, FL 33705, and the name of the registered agent of this corporation at this address is Michael J. Raposa, CEO.

**ARTICLE X
INCORPORATOR NAME AND ADDRESS**

The street address of the Incorporator of this corporation is: 384 15th Street North, St. Petersburg, FL 33705, and the name of the Incorporator is Michael J. Raposa.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 1st day of February, 2017.

Michael J. Raposa
MICHAEL J. RAPOSA

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MICHAEL J. RAPOSA, who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal on the 1st day of FEBRUARY, 2017.

(SEAL)

Maria L. Smetana
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: MARIA L. SMETANA
My Commission Expires: JAN 8, 2020
My Commission Number: FF 917677



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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process on behalf of the above-styled corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.

Michael J. Raposa
MICHAEL J. RAPOSA
Registered Agent

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process on behalf of the above-styled corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.

MICHAEL J. RAPOSA
Registered Agent

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