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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

COVER LETTER

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

SUBJECT: Legacy Housing & Community Development Corporation

(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: Jennifer E. Rivers

Name (Printed or typed)

4469 SW US Highway 27

Address

Fort White, FL 32038

City, State & Zip

(352) 231-5616

Daytime Telephone number

jenniferrivers65@gmail.com

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

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

**ARTICLES OF INCORPORATION
(A Florida Not for Profit Corporation)**

Article 1 – Name of Corporation

The name of this organization, existing under Chapter 617 of the Florida Nonprofit Corporation Act, shall be: **Legacy Housing & Community Development Corporation.**

Article 2 – Principal Office

The principal office of the corporation is located at: 4469 SW US Hwy 27, Fort White, FL 32038

Article 3 – Mailing Address

The mailing address of the corporation is: 4469 SW US Hwy 27, Fort White, FL 32038

Article 4 – Registered Agent

The name of the initial registered agent of the corporation is Jennifer Rivers. The address of this registered agent is: 4469 SW US Hwy 27, Fort White, FL 32038.

Article 5 – Duration/Membership

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

Article 6 – Board of Directors

The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

Article 7 – Incorporator

The name and address of the incorporator is: Jennifer Rivers, 4469 SW US Hwy 27, Fort White, FL 32038.

Article 8 – Corporate Purposes

1. The exclusive purposes of this Corporation, is to engage in charitable, educational, religious, or scientific activities that qualify as exempt under Section 501(c)(3), of the Internal Revenue Code or the corresponding section of any future federal tax code.
2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly.
3. All of the foregoing purposes shall be exercised in such a manner that the Corporation will qualify as an exempt organization under section 501(a) of Internal Revenue Code of 1986.

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TALLAHASSEE, FLORIDA

The specific and primary purposes include but are not limited to:

- A. To provide of safe and decent housing that is affordable to low-income and moderate-income people within the service area of Alachua County, Florida; with a specific initial targeted areas of East Gainesville area. Nothing in this paragraph shall allow this organization to carry on any activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- B. To receive and administer funds and to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation and in particular:
 - (1) To provide opportunities for low-income and moderate-income people to secure housing that is decent and affordable.
 - (2) To preserve the quality and affordability of housing for future low-income and moderate-income residents of the community.
 - (3) To combat community deterioration in economically disadvantaged neighborhoods by promoting the development, rehabilitation, and maintenance of decent housing in these neighborhoods; by promoting economic opportunities for low-income and moderate-income residents of these neighborhoods; by making land available for projects and activities that improve the quality of life in these neighborhoods; and by assisting residents of these neighborhoods in improving the safety and well-being of their community.
 - (4) To protect the natural environment and to promote the ecologically sound use of land and natural resources and the long-term health and safety of the community.
 - (5) To serve the public welfare by engaging in the activities identified above; by promoting housing opportunities for low-income and moderate-income people generally; and by educating individuals and the general public concerning housing for low-income and moderate-income people.
- C. To acquire, own, dispose of, and deal with real and personal property and interests therein and to apply gifts, grants, bequests, and devises and their proceeds in furtherance of the purposes of the corporation.
- D. To create a sustainable housing and providing social services to low-income and moderate-income residents. To include, but not limited to, homeless individuals in the provision of transitional housing.
- E. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by section 501(c)(3) of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Florida.
- F. To fill the gap of homelessness, transitional housing, elderly, disabled and emergency housing currently provided by nonprofit housing providers in Alachua County.
- G. To increase private sector participation in meeting the housing needs of underserved communities.

In furtherance, but not in limitation, of the foregoing charitable purposes, the Corporation shall have the following powers:

- a. To purchase, receive, take by grant, gift, devise, bequest or otherwise acquire, own, hold, improve, employ, use and otherwise deal in with real or personal property, or any interest therein, wherever situated;

- b. To sell, convey, lease, exchange, transfer, or otherwise dispose of, or mortgage or pledge, or create a security interest in, all or any of its property, or any interest therein, wherever situated, except as such activities are restricted or forbidden under by section 501(c)(3) of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Florida.
- c. To raise or solicit funds for the furtherance of its charitable purposes;
- d. To do such things as are incidental to the foregoing purposes and powers.

Article 9 – Membership

The governing board's membership shall comprise at least one-third of residents of low-income neighborhoods, other low-income residents, or elected representative of low-income neighborhood organizations in the City of Gainesville, Florida. Membership will also comprise of low-income neighborhoods in rural areas of Alachua County, Florida.

Community/Residents Formal Input Process: Process by which program beneficiaries may advise the organization in all decisions regarding the design, siting, development, and management of affordable housing projects.

- **Method to inform low-income community**

In addition to the scheduled meetings, additional methods of notification/solicitation for low-income community input will include the local media to include but not limited to the following: The Gainesville Sun and The Guardian newspapers; Press Releases. radio advertisement via Public Service Announcements, flyers posted in commonly used areas, i.e., bus stops, community rooms, etc.); Legacy Monthly Newsletter, Legacy Online Community Board, Legacy Facebook page, Legacy Website Community Input page.

- **Method to receive input from low-income community**

Methods to receive input from low-income community include but not limited to regularly scheduled meetings, periodic meetings, surveys, retrieval of input from Legacy Facebook pages, Legacy Online Community Board, Legacy Website Community Input platform and distribution of a "Legacy Project Community Input Form", will be made available on Legacy website, posted in common areas (bus stops, community rooms, etc., and a copy included in Monthly Newsletters and available during periodic and regularly scheduled meetings).

Voting Membership: Voting members of the LHCDL shall be open to people 18 years or older residing or working within the community served. Any eligible individual shall become a Voting Member by registering with LHCDL and by paying annual dues. Each Voting Member shall be entitled to one vote on each matter submitted to a vote of the Voting Members.

Non-Voting Membership: Non-Voting membership of LHCDL shall be open to: (1) those who are between the ages of 10 and 18 and who live within the community served [Youth Members]; (2) groups or organizations that have an ongoing, working relationship with the LHCDL [Affiliate Members]; and (3) those who are 18 years or older, who work and live outside the community served but who support the work of the LHCDL [Friends of the CDC]. Any eligible individual or organization shall become a Non-Voting Member by registering with the LHCDL and by paying annual dues.

Membership Dues: The Board of Directors shall establish the dues to be paid by the members on a yearly basis.

Article 10 – Manner of Appointing Directors

The composition of the board of directors and its manner of selection shall be governed by the bylaws but in no event shall a for-profit entity ever have the right to appoint more than one third of the directors for this Corporation. Any directors who are appointed by a for profit corporation shall not have the right to appoint any of the remaining two thirds of the directors. Likewise, in no event shall any state or local government that provides federal HOME funds to this Corporation have the right to appoint more than one third of the directors and no more than one third of the directors shall be public officials or employees of such state or local governments (such public officials, employees, if any, shall not have the right to appoint any of the remaining two thirds of the directors).

Article 11 – Initial Directors

The three initial directors of the corporation are as follows:

- 1) Ishmael Rentz, President
4469 SW US Hwy 27, Fort White, FL 32038
- 2) Andre Sanders, Vice-President
2415 Northeast 6th Avenue, Gainesville, FL 32641
- 3) Joyce Wilson, Director
2902 Northeast 14th Drive, Gainesville, FL 32609
- 4) Jennifer Rivers, Secretary/Treasurer
4469 SW US Hwy 27, Fort White, FL 32038

Each of whose business address is: 4469 SW US Hwy 27, Fort White, FL 32038. The initial directors named in these articles shall serve as directors for the ensuing year, or until the first meeting of the corporation, and any vacancies before then shall be filled in the manner set forth in the bylaws.

Article 12 – Headquarters

The Headquarters and registered office of Legacy Housing and Community Development Corporation (LHCDC), shall be located at 4669 SW US Highway 27, Ft. White, FL, Columbia, and State of Florida.

Article 13 – Term and Dissolution

The date of commencement of corporate existence shall be when these articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual.

In the event of dissolution of the corporation, no part of the net earnings of the corporation shall ever inure to the benefit of, or be distributable to its members, directors, 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 the purpose statement of these articles of incorporation. 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 any candidate for public office.

Notwithstanding any other provision of these Articles, the corporation is organized exclusively for one or more of the purposes as specified in §501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, or (ii) a corporation, contributions to which are deductible under Section 170 c (2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue law (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution or any of the corporation assets on dissolution of the corporation.

Article 14 – Non-Profit Organization

This corporation is organized as a nonprofit organization. The organization shall pay no dividends or other pecuniary gain, directly or indirectly to its members, directors, or officers, as such, nor shall any part of the net earnings of the organization inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in this Article. No substantial part of the activities of this organization shall constitute the carrying on of propaganda or attempting to influence legislation and the organization shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office, nor shall the organization engage in any transaction or carry on any other activity which is not permitted to be carried on by a organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any further United States Internal Revenue Law).

A. Corporate Purposes

1. The exclusive purposes of this Corporation is to engage in charitable educational, religious, or scientific activities that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.
2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly.
3. All of the foregoing purposes shall be exercised in such a manner that the Corporation will qualify as an exempt organization under Section 501(a) of Internal Revenue Code of 1986.

B. 501(c)(3) Limitations

1. **Corporate Purposes:** Notwithstanding any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal taxation under Section 501(a) of IRS Code as an organization described in section 501(c)(3) of that Code.
2. **Exclusivity:** The Corporation is organized exclusively for charitable and educational purposes.
3. **No Private Inurement:** The Corporation is not organized nor shall it be operated for the purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to its directors or officers, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to the Corporation's purposes (as specified herein), no part of which shall inure to the benefit of any individual.
4. **Lobbying and Political Campaigns:** 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, any political campaign on behalf of any candidate for public office.
5. **Dissolution:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(a) of the IRS Code as an organization described in section 501(c)(3) of that Code. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

B. Indemnification

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

Article 15 – Bylaws

The first bylaws of the corporation shall be adopted by the board of directors and may be amended, altered or rescinded by the board of directors in the manner provided by such bylaws.

Article 16 – Amendments

Amendments to these Articles of Incorporation must be introduced at an Annual Meeting, for adoption and must receive the affirmative vote of two-thirds of the membership present and voting.

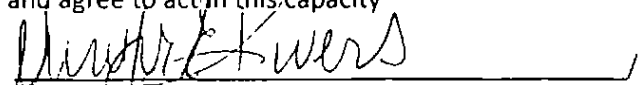
EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 19th day of June, 2019.


Name of Incorporator

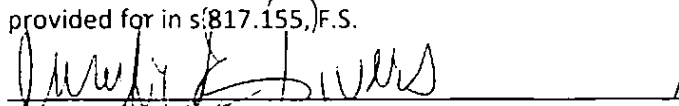
REGISTERED AGENT ACCEPTANCE OF APPOINTMENT

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

6-19-2018
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

6-19-2018
Date