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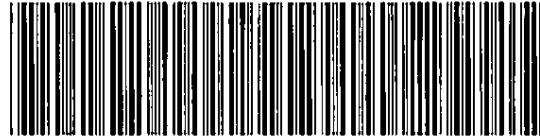
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Amended & Restated
Articles

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A. RAMSEY
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CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312
850-656-4724

Date: 08/22/2022
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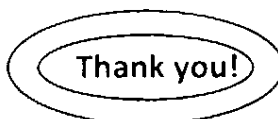
Name:	One Stop Housing Cares, Inc.
Document #:	
Order #:	14504975

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
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Amount: \$ 43.75



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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ONE STOP HOUSING CARES, INC.**

Pursuant to Chapter 617 of the Florida Business Corporation Act (the "Act"), **ONE STOP HOUSING CARES, INC.** (the "Corporation"), a Florida Not for Profit Corporation organized and existing under the Act, does hereby certify:

1. The Articles of Incorporation of the Corporation were initially filed with the State of Florida on November 8, 2019.
2. The Corporation hereby adopts these Amended and Restated Articles of Incorporation (the "A&R Articles"), which replace the original Articles of Incorporation.
3. The A&R Articles were duly approved and adopted by unanimous written consent of the Directors (the "Directors") of the Corporation, dated August 12, 2022. The number of votes cast by the Directors were sufficient for approval.
4. The original Articles of Incorporation are hereby superseded and replaced in their entirety by the A&R Articles, which are as follows:

ARTICLE I - NAME

The name of the Corporation shall be ONE STOP HOUSING CARES, INC. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is 8440 N. Tamiami Trail, Sarasota, Florida 34243.

ARTICLE III - PURPOSES

A. The Corporation is organized exclusively for charitable, educational, religious and scientific purposes, including, for such exempt purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future federal tax code ("Code").

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's sponsors, organizers, 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 exempt purposes set forth in this Article. 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 publication or distribution of

statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

C. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under §501(c)(3) of the Code, or (ii) a corporation, contributions to which are deductible under §170(c)(2) of the Code

D. Without limiting the foregoing, the Corporation shall have all of the powers given to a not for profit corporation organized under the applicable provisions of the laws of the State of Florida, to the extent the exercise of such powers are in furtherance of the above exempt purposes, including (for purposes of illustration only) the following:

- (i) to receive and administer funds by donation, bequest, devise, gift, purchase, or lease, either absolutely or in trust, any property, real, personal or mixed;
- (ii) to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to similarly deal with and expend the income therefrom;
- (iii) to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, member or partner interests, or other securities of any corporation or other entity, domestic or foreign;
- (iv) to provide wrap around services to the general community focused on assisting residents of affordable and/or workforce housing, including access to health care and educational opportunities;
- (v) to assist people with physical or mental disabilities gain access to community activities in normalized settings (that is, with people who do not have such disabilities), and help them connect with the relevant social, welfare and other charitable aid organizations that can assist them and their families in procuring appropriate services and resources to help relieve their distress; and
- (vi) do all acts and things necessary, convenient or expedient to carry on the above-mentioned exempt purposes.

ARTICLE IV -TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 240 South Pineapple, 10th Floor, Sarasota, Florida 34236 and the name of the registered agent of the Corporation at that address is Shumaker, Loop & Kendrick, LLP.

ARTICLE VI - DIRECTORS

The Corporation will have no members. All powers of the Corporation shall be exercised solely and exclusively through its Board of Directors. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, provided that the number of directors shall never be fewer than three (3). The method of election and removal of directors shall be as set forth in the Bylaws of the Corporation.

ARTICLE VII - AMENDING ARTICLES

These Articles of Incorporation may be amended by the Corporation's Board of Directors, voting and otherwise acting in the manner provided in the Corporation's Bylaws.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of the Corporation shall be vested in the Board of Directors, voting and otherwise acting in the manner provided in the Corporation's Bylaws.

ARTICLE IX - DISSOLUTION

A. Upon the dissolution of the Corporation, its Board of Directors shall, after paying or making provision for the payment of all of its liabilities in accordance with applicable law, dispose of its remaining assets in a manner not inconsistent with the foregoing exempt purposes of the Corporation, including to one or more organizations exempt under Section 501(c)(3) of the Code, or to the federal government, or a state or local government, for a public purpose, in each case as the Board of Directors shall determine.

B. Any assets not disposed of by the Board of Directors as provided above shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such exempt purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X - IMMUNITY AND INDEMNITY FOR DIRECTORS AND OFFICERS

A. To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or any other person for any statement, vote, decision, or failure to take an action while acting in such capacity, including while acting in such capacity as an agent or representative, at the request of the Board of Directors of the Corporation, on behalf

of any joint venture, partnership, limited liability company or other entity in which the Corporation had an interest (a "Representative Capacity").

B. To the fullest extent permitted by law, the Corporation shall indemnify and hold harmless each director or officer of the Corporation ("Indemnitee"), and may reimburse an Indemnitee for reasonable expenses incurred, and authorize advancement of expenses reasonably likely to be incurred by the Indemnitee, in connection with a proceeding in which the Indemnitee is a party because the Indemnitee was a director or officer of the Corporation or serving in a Representative Capacity.

C. The Corporation intends to afford maximum protection to the Corporation's directors and officers, and this Article shall be interpreted consistently with that objective.

[Signature Page Follows]

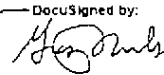
IN WITNESS WHEREOF, the undersigned, for the purpose of amending and restating the Articles of Incorporation of the Corporation pursuant to the laws of the State of Florida, has executed these Amended and Restated Articles of Incorporation as of August 15, 2022.

**ONE STOP HOUSING CARES, INC., a
Florida Not for Profit Corporation**

By: 
Maurice Campbell, President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE REGISTERED OFFICE DESIGNATED IN THE ARTICLES, I HEREBY ACCEPT SUCH DESIGNATION AND AGREE TO SERVE AS REGISTERED AGENT. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

DocuSigned by:

970F0DEB4F04A0
Gregory M. Marks, Partner, for
Shumaker, Loop & Kendrick, LLP, as
Registered Agent