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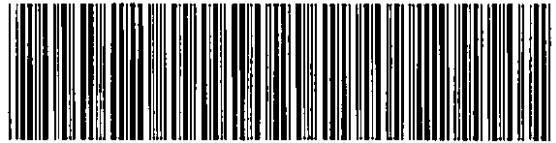
\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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ALLIANCE

## COVER LETTER

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

**SUBJECT:** AFRICAN AMERICAN ALLIANCE OF CDFTS, 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:** ANDERSON & ASSOCIATES, P.A.

Name (Printed or typed)

225 N. FRENCH AVENUE

Address

SANFORD, FL 32771

City, State & Zip

(407)843-9901

Daytime Telephone number

VERONICA@CONSULTLAWOFFICE.COM

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

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

## ARTICLES OF INCORPORATION

OF

### AFRICAN AMERICAN ALLIANCE OF CDFI'S, INC.

(A Not-for-Profit Corporation Under Chapter 617, Florida Statutes)

The undersigned hereby states the Articles of Incorporation of the foregoing Not-for Profit Corporation, pursuant to Chapter 617, Florida Statutes.

#### ARTICLE I

##### NAME

The name by which this Corporation shall be known is: AFRICAN AMERICAN ALLIANCE OF CDFI'S, INC.

#### ARTICLE II

##### TERM OF EXISTENCE

The term for which the Corporation shall exist shall be perpetual.

#### ARTICLE III

##### PURPOSE AND POWERS

The specific purposes for which the Corporation is to be organized and incorporated are:

1. Represent a national collective of African American CDFIs (Community Development Financial Institutions) leaders committed to the support and growth of black communities and the black executives leading CDFIs serving their demographics.
2. Develop and share best practices to support the unique needs of black leaders of economic institutions to amplify the specific and often growing equity challenges for black small businesses and community development opportunities
3. Organize technological solutions for connecting CDFIs that are led by African American executives from across the country such that all can economically support black communities.
4. Organize, convene, and collaborate on enhancing the visibility of resources going to CDFIs led by African Americans focused on the African American communities.
5. Educate policy makers, industry associations, investors and other stakeholders on issues that affect African American led CDFIs.
6. Advocate for institutional and civic policies addressing the barriers for African American economic development, wealth, creation, and financial protections.
7. Grow and share capital, resources and digital marketplace that increases financial opportunity for Alliance members, their economic partners, and the communities they serve.
8. Said Corporation is organized exclusively for scientific, charitable, literary and educational purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code.
9. Subject to the limitations as set forth in Article IV, in accomplishing the foregoing purposes, the Corporation will be authorized to exercise all powers of a not-for-profit corporation organized under Chapter 617, Florida Statutes.

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CLERK OF CIRCUIT COURT  
JANET H. HARRIS

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#### **ARTICLE IV**

#### **LIMITATION OF CORPORATE POWERS**

The corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes, unless limited as follows:

1. (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its directors, officers, members (unless such member is exempt under Section 501c3 of the Internal Revenue Code of 1986) or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation by such persons.
- (b) 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 directly or indirectly 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.
- (c) Notwithstanding any other provision of the Articles, the Corporation shall not carry on any activities not permitted to be carried on by (1) a corporation exempt from Federal income tax under Section 501c3 of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue Code or (2) a corporation contributions to which are deductible under Section 170e2 of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Revenue law).
2. In the event of dissolution of the Corporation, the Board of Directors shall after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501c3 of the Internal Revenue Code of 1986, or corresponding provisions of any future United State Internal Revenue Code, as the Board may determine. Any such assets not so disposed of shall be disposed of solely by the Circuit Court of Orange County, Florida, exclusively for such purposes or to such organizations as said court shall determine which are organized and operated exclusively for such purposes.

#### **ARTICLE V**

#### **PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address is 301 E. Pine Street, Suite 175, Orlando, FL 32801.

#### **ARTICLE VI**

#### **REGISTERED AGENT AND STREET ADDRESS**

The registered agent is VERONICA ANDERSON, ESQUIRE, ANDERSON AND ASSOCIATES, P.A., 225 NORTH FRENCH AVENUE, SANFORD, FL 32771.

#### **ARTICLE VII**

#### **DIRECTORS**

The number of Directors of the initial Board of Directors is FIVE (5). The number of Directors may be changed from time to time fixed by or in the manner provided in the Bylaws, but in no case shall be less THREE (3). The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as provided in the Bylaws and shall hold office until their successor are respectively elected. The name and addresses of the

Directors are:

**DONNA GAMBRELL, CHAIR**  
532 F STREET TERRACE, SE  
WASHINGTON, DC 20003

**CALVIN HOLMES, VICE-CHAIR**  
29 E. MADISON STREET, STE. 1700  
CHICAGO, IL 60602

**VICTOR ELMORE, TREASURER**  
320 S. R.L. THORNTON FREEWAY  
SUITE 110  
DALLAS, TX 75203

**INEZ LONG, ASSISTANT TREASURER**  
301 E. PINE STREET, STE. 175  
ORLANDO, FL 32801

**VANDELL HAMPTON, JR., SECRETARY**  
309 BARRETT STREET  
WILMINGTON, DE 19802

#### **ARTICLE VIII**

The name and address of the incorporator are as follows:

**INEZ LONG**  
301 E. PINE STREET, STE. 175  
ORLANDO, FL 32801

#### **ARTICLE IX** **MEMBERSHIP**

The existence of members and their qualifications shall be optional, as provided in the Bylaws.

#### **ARTICLE X** **MANAGEMENT AND MANNER OF ELECTION OF DIRECTORS**

1. The affairs of the Corporation are to be managed by a Board of Directors, which shall consist of not less than **FIVE (5)** members. The exact number of directors shall be the number fixed from time to time by a resolution of the Board of Directors.
2. Directors shall be elected in such a manner and shall have such qualifications as are specified by the Bylaws of the Corporation.
3. The Board of Directors of the Corporation shall elect such officers of the Corporation, as the Board of Directors shall for time to time deem advisable as provided in the Bylaws of the Corporation. The officers of the Corporations shall have such duties, hold office for such terms, and be elected by the Board of Directors in such manner as is provided for in the Bylaws of the Corporation.

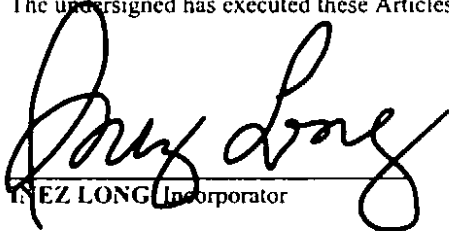
#### **ARTICLE XI** **BYLAWS**

The Bylaws of the Corporation shall be adopted and may be altered amended, repealed or supplemented only by the Board of Directors at any meeting thereof in accordance with the provisions of the Bylaws relating to such amendment.

#### **ARTICLE XII** **AMENDMENTS TO ARTICLES OF INCORPORATION**

The Board of Directors may amend these Articles of Incorporation in accordance with the procedures provided by Chapter 617, Florida Statutes.

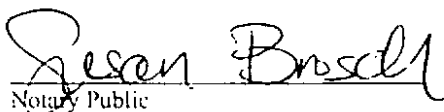
The undersigned has executed these Articles of Incorporation this 28<sup>th</sup> day of April 2020.

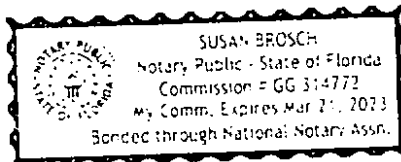
  
INEZ LONG, Incorporator

State of Florida  
County of Orange

I hereby certify that on this the 28<sup>th</sup> day of April 2020, a Notary Public duly authorized to take acknowledgments, personally or verification by identification appeared **INEZ LONG**, to me know to be the person described in and who executed the foregoing Articles of Incorporation of **AFRICAN AMERICAN ALLIANCE OF CDFI'S, INC.** and he/she acknowledged before that he/she subscribed theses Articles of Incorporation as a free act and deed.

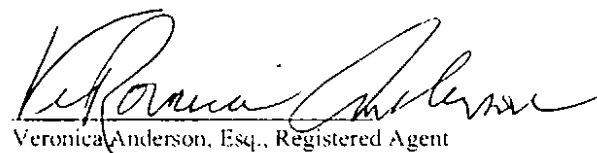
WITNESS my hand and official seal in the county and state aforesaid this the 28<sup>th</sup> day of April 2020.

  
Notary Public



☒ Personally known by me  
☐ Produced \_\_\_\_\_ as identification

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.

  
Veronica Anderson, Esq., Registered Agent

Date: April 28<sup>th</sup>, 2020