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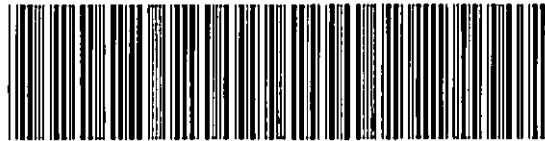
(Business Entity Name)

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## **Filing Cover Sheet**

**To:** Florida Division of Corporations

**From:** LESLIE SELLERS C/O Capitol Services, Inc.

**Date:** 11/2/2021

**Trans#:** 1232904

**Entity Name:** LINCOLN LODGE, INC.

Articles of Incorporation (XXX)

Articles of Dissolution ( )

Conversion ( )

Foreign Qualification ( )

Limited Partnership ( )

Reinstatement ( )

Other ( )

Articles of Amendment ( )

Annual Report ( )

Fictitious Name ( )

Limited Liability ( )

Merger ( )

Withdrawal / Cancellation ( )

**STATE FEES PREPAID WITH CHECK #2430 FOR \$78.75**

**PLEASE RETURN:**

**Certified Copy (XXX) Plain Stamped Copy ( )**

**Good Standing ( ) Certificate of Fact ( )**

**ARTICLES OF INCORPORATION**  
**OF**  
**LINCOLN LODGE, INC.**

**(A Florida Not-For-Profit Corporation)**

The undersigned Incorporator hereby files this, the Articles of Incorporation of **LINCOLN LODGE, INC.**, as a non-profit corporation under Chapter 617, Florida Statutes:

**ARTICLE I**  
**NAME**

The name of this corporation shall be **LINCOLN LODGE, INC.** (hereinafter called the "Corporation").

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is 2665 S. Bayshore Drive, Suite 100, Miami, Florida 33133.

**ARTICLE III**  
**COMMENCEMENT OF CORPORATION EXISTENCE**

The Corporation shall commence its existence as of the date of filing for incorporation with the Florida Secretary of State and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE IV**  
**PURPOSES**

The Corporation is a not-for-profit corporation, organized and to be operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended or replaced from time to time (the "Code"), and not for pecuniary profit. More specifically, the specific purpose for which the Corporation is formed is to provide affordable housing and such other supportive services as determined by the Corporation for the purpose of assisting citizens re-entering the community from prison or those citizens with a criminal record impeding their ability to get housing and services.

In furtherance of such goals, the Corporation is authorized to do any and all activities that it is empowered to do under these Articles provided, however, that nothing herein shall be construed as allowing any activities that would jeopardize the Corporation's tax-exempt status or otherwise be inconsistent with its classification as an organization described in Section 501(c)(3) of the Code and its regulations as they now exist or may hereafter be amended, or as a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

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JENNIFER L. HARRIS

**ARTICLE V**  
**GENERAL POWERS**

The corporation hereby incorporates by reference any and all corporate powers given to corporations not for profit by virtue of Section 617.0302 of the Florida Statutes. The corporation's activities are limited by any and all restrictions that are required to obtain tax exempt status under Section 501(c)(3) of the Code. No substantial part of the assets or the net earnings of the Corporation shall inure to the benefit of, nor be distributed to, any officer or director of the Corporation, or to any other private person, in such a fashion as to constitute an application of funds not within the purpose of a charitable organization as described in Code Section 501(c)(3). However, reimbursement for expenditures or the payment of reasonable compensation for services rendered to the Corporation shall not be deemed to be in a distribution of earnings or assets.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

A. **Powers.** The affairs of the Corporation shall be managed under the direction of the Board of Directors (also referred to as the "Board" or "Governing Board"). The Board of Directors shall have all the powers necessary or appropriate for the administration of the affairs of the Corporation.

B. **Number.** The affairs of the Corporation shall be conducted by a Board of Directors, the number of which shall be determined from time to time in accordance with the Bylaws, but shall never be less than three (3) or more than fifteen (15) Directors.

C. **Election; Removal; Resignation.** The manner of election, removal and resignation of Directors shall be regulated by the Bylaws, which the Board shall adopt.

D. **Names and Address of Initial Officers and Board of Directors.** The initial Officers and Directors shall be:

<b>Name</b>	<b>Address</b>	<b>Office (if applicable)</b>
Ursula Ungaro	c/o Boies Schiller Flexner 100 SE Second St., 28 <sup>th</sup> Floor Miami, Florida 33131	Director and Treasurer
Vivian Dimond	2665 S. Bayshore Drive, Suite 100 Miami, Florida 33133	Director and President
Enas Raynor	2665 S. Bayshore Drive, Suite 100 Miami, Florida 33133	Director and Secretary

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and Florida address of the registered agent of the Corporation is Daniel Dominguez, 2665 S. Bayshore Drive, Suite 100, Miami, Florida 33133.

**ARTICLE VIII**  
**MEMBERSHIP**

The Corporation shall not have any members.

**ARTICLE IX**  
**INCORPORATOR**

The name and street address of the incorporator of the Corporation is Vivian Dimond, 2665 S. Bayshore Drive, Suite 100, Miami, Florida 33133.

**ARTICLE X**  
**DISSOLUTION**

Under dissolution of this Corporation, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to one or more nonprofit funds, foundations, or corporations that are organized exclusively for charitable purposes, pursuant to Section 501(c)(3) of the Code, or the corresponding provisions in any future tax code or to a state or local government, for a public purpose, as selected by the Board. Any such assets not so disposed of shall be disposed by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively, as said court shall determine, for such purposes or to such organization or organizations which are organized and operated exclusively for charitable purposes, pursuant to Section 501(c)(3) of the Code, or the corresponding provisions in any future tax code.

**ARTICLE XI**  
**LIMITATIONS**

No part of the net earnings or distribution of the assets of the Corporation upon its dissolution shall inure to the benefit of, or distribution to, its officers, members, trustees, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes of the Corporation set forth herein. No part of the activities of the Corporation shall be the carrying on the propaganda, or otherwise attempting to influence legislation (except as otherwise provided in subsection (b) of section 501 of the Code), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statement) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

**ARTICLE XII**  
**AMENDMENT**

These Articles of Incorporation may be amended at any time by a vote of the Board of Directors.

The undersigned Incorporator has executed these Articles of Incorporation on the 15th day of September 2021.

/s/ Vivian Dimond  
\_\_\_\_\_  
Vivian Dimond, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated Corporation, at the place designated in the above Articles of Incorporation of Lincoln Lodge, Inc., I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

**Dated: September 15, 2021**

/s/ Daniel Dominguez  
\_\_\_\_\_  
Daniel Dominguez

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STATE  
NOTARY

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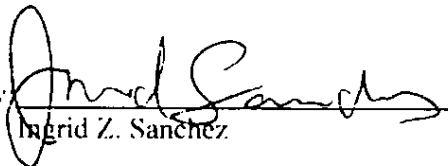
LINCOLN LODGE LLC  
2665 SOUTH BAYSHORE DRIVE, M102  
MIAMI, FLORIDA 33133

WRITTEN CONSENT GRANTING APPROVAL FOR USE OF NAME

LINCOLN LODGE LLC, a Florida limited liability company (the "Company"), organized on August 18, 2021 does hereby grant permission and approves the filing of the Articles of Incorporation of LINCOLN LODGE, INC., which is an affiliate of the Company.

The undersigned, being a Manager of the Company has executed this Written Consent Granting Approval for Use of Name on behalf of the Company this 21<sup>st</sup> day of October, 2021.

LINCOLN LODGE LLC a Florida  
limited liability company

By   
Ingrid Z. Sanchez

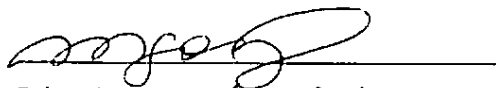
STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE        )

The foregoing instrument was acknowledged before me this 30 day of October, 2021, by Ingrid Z. Sanchez, as Manager on behalf of Lincoln Lodge LLC, a Florida limited liability company: such individual is personally known to me or has produced a driver's license as identification.

My Commission Expires:



[NOTARIAL SEAL]

  
Print Name: Maria Gonzalez  
Notary Public, State of Florida

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