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FLORIDA PROFIT/NON PROFIT CORPORATION
WEST AUGUSTINE COMMUNITY RESIDENTIAL CORPORATION

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**ARTICLES OF INCORPORATION
OF
WEST AUGUSTINE COMMUNITY RESIDENTIAL CORPORATION**

ARTICLE I

NAME

The name of this corporation is West Augustine Community Residential Corporation (the Corporation).

ARTICLE II

Principal Office

The principal place of business of the Corporation is 905 West Pearl Street, St. Augustine, Florida 32084. The mailing address of the Corporation is 905 West Pearl Street, St. Augustine, Florida 32084.

ARTICLE III

Registered Office and Registered Agent

The street address of the registered office and name of the registered agent of the Corporation for the service of process at that address is:

Sidney F. Ansbacher, Esq.
Upchurch, Bailey and Upchurch, P.A.
780 N. Ponce de Leon Boulevard
St. Augustine, Florida 32084

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ARTICLE IV

PURPOSE

The Corporation is a nonprofit corporation and is not organized for the private gain of any person. It is organized under the chapter 617, Florida Statutes, and s. 501(c)(3), of the Internal Revenue Code, for charitable purposes.

- A. The specific charitable purposes of this Corporation are:
1. To ameliorate conditions for the poor, distressed, and underprivileged residents of West Augustine, Florida.
 2. To provide and support the provision of a broad range of housing opportunities that will remain affordable in perpetuity to very low, low, and moderate-income

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residents of West Augustine, as those categories are defined by the United States Housing Act of 1937, as it is amended from time to time.

3. To encourage and assist the efforts of very low, low, and moderate-income residents of West Augustine toward economic and social self-determination.
 4. To expand and maintain the housing opportunities of very low, low, and moderate-income residents of West Augustine.
 5. To promote neighborhood stability and improvements of living conditions in the very low, low, and moderate-income neighborhoods of West Augustine.
 6. To provide or to materially assist in provisions of housing for very low, low, and moderate-income persons in West Augustine who would otherwise be unable to afford housing.
 7. To engage in and encourage community-based development activities and projects for the benefit of very low, low, and moderate-income residents of West Augustine, including, but not limited to:
 - a. Ownership, conservation and management of land, buildings and other natural resources for the development of housing, employment opportunities, parklands and/or open space;
 - b. Initiation and review of neighborhood planning efforts;
 - c. Creation and retention of housing opportunities; and
 - d. Sponsorship of educational seminars on housing and economic development.
 8. To foster and promote community-wide interest and involvement in the provision of adequate, affordable housing for very low, low, and moderate-income residents of West Augustine, and the improvement of the general quality of life in West Augustine for all residents.
 9. To encourage and assist the development and operation of neighborhood-based organizations which are or have been established for the charitable purposes described above.
- B. The general purposes and powers are to exercise all rights and powers conferred on nonprofit public benefit corporations under the laws of Florida, and s. 501(c)(3), provided, however, that this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this Corporation.

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ARTICLE V
MEMBERS

- A. The Membership of the Corporation with full voting rights, shall be as follows:
 - 1. The Initial Members, who shall have full voting rights at the First Annual meeting, shall be those persons who have attended at least one "organizing meeting" as determined by the initial Board of Directors from the minutes of such meetings.
 - 2. The Voting Members, who shall qualify under the Bylaws, shall have full voting rights in accordance with the Corporation's Bylaws subsequent to the First Annual Meeting.
- B. The authorized number and qualifications of Members of this Corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of Members, their liability for dues and assessments, and the method of collection of dues and assessments shall be as set forth in the Bylaws.

ARTICLE VI
PRIVATE FOUNDATION

In the event the Corporation is ever determined to be a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue law, the Corporation shall distribute its income for each taxable year in a manner to avoid taxation under Section 4942 of said Code, and the Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of such Code, shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or the corresponding provisions of any future United States Internal Revenue law, and shall not make any taxable expenditures as defined in Section 4945(d) of such Code, or the corresponding provisions of any future United States Internal Revenue law.

ARTICLE VII
DIRECTORS

7.01 The business and affairs of the Corporation shall be conducted by a Board of Directors composed of no fewer than three (3) and no more than fifteen (15) voting members.

7.02 The names and addresses of the initial Directors are:

Greg White
905 West Pearl Street
St. Augustine, Florida 32084

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Dorothy Williams
887 West 3rd Street
St Augustine, Florida 32084

Derry Greene
474 Porta Rosa Circle
St. Augustine, Florida 32092

7.03 Qualifications of the Directors, and their manner of selection shall be determined by the Corporation's Bylaws.

ARTICLE VIII
OFFICERS

The affairs of the Corporation are to be managed by the following Officers:

President – Greg White
One or more Vice President – Derry Greene
Secretary/Treasurer – Dorothy Williams

and other such officers as may be provided in the Bylaws. Officers shall be elected by the Members at the annual meeting of the Corporation, and shall serve until their successors are elected.

The initial Officers, as selected by the Directors are:

President: Greg White
Vice President: Derry Greene
Secretary/Treasurer: Dorothy Williams

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ARTICLE XI
COMPLIANCE

- A. This Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), of the Internal Revenue Code. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by 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) by a corporation, contributions by which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
- B. No substantial part of the activities of this Corporation shall consist of the carrying on propaganda, or otherwise attempting to influence legislation, nor shall this Corporation participate in or intervene in any political campaign (including

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publishing or distribution of statements) on behalf of (or in opposition to) any candidate for public office.

ARTICLE X
DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all of the Corporation's assets to such organization or organizations with a similar corporate purpose as the Corporation, particularly concerning West Augustine and its residents, and which is or are organized and operated exclusively for charitable, informational, educational, cultural, historical, and scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law, as the Board of Directors shall determine.

ARTICLE XI
AMENDMENT

These Articles of Incorporation shall not be amended except with the vote or written consent of two-thirds of the Directors of the Corporation.

An amendment of the Articles of Incorporation may be proposed by a simple majority of either the Board of Directors or Membership of the Corporation. The entire Membership of the Corporation shall be duly notified of such proposal and such notification shall include notification of the closing date of voting as determined by the proposing body to allow reasonable time for Members to study the proposal and comment before the Directors vote.

ARTICLE XII
LIABILITY

No Director shall be personally liable to the Corporation or the Members, if any, for monetary damages for breach of fiduciary duty as a Director, except that this Article shall not eliminate or limit the liability of a Director to the Corporation or the Members, if any, for monetary damages for: (a) any breach of the Director's duty of loyalty to the Corporation or the Members, if any; (b) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) acts specified in Section 617.0831, Fla. Stat., as amended from time to time; or (d) any transaction from which the Director directly or indirectly derived an improper personal benefit.

If the Florida Not for Profit Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of Directors, then the liability of a Director, in addition to the limitation on personal liability provided in this Article will be further eliminated or limited to the fullest extent permitted by the Florida Not for Profit Corporation Act. Any repeal or modification of any portion of this Article will be

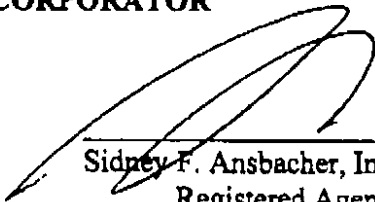
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prospective only, and will not adversely affect any right or protection of a Director existing at the time of such repeal or modification.

**ARTICLE XIII
INCORPORATOR**

Date: 6/29/22



Sidney F. Ansbacher, Incorporator and
Registered Agent

STATE OF FLORIDA)
) ss.
COUNTY OF ST. JOHNS)

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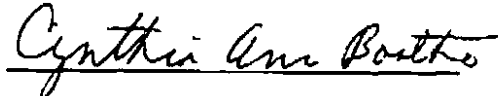
Before me, Cynthia Ann Boothe, a notary public in the aforesaid state and county, this 29 day of June, 2022, personally appeared Sidney F. Ansbacher, who acknowledged before me that he is the Incorporator of West Augustine Community Residential Corporation, a Florida Not for Profit corporation, that he signed the foregoing Articles of Incorporation of West Augustine Community Residential Corporation, as his free and voluntary act and deed for the uses and purposes therein set forth and that the facts contained therein are true, and that he agreed to serve as the registered agent for West Augustine Community Residential Corporation.

Witness my hand and official seal.



My commission expires:


7-16-2023



Cynthia Ann Boothe

ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing Corporation.



Sidney F. Ansbacher

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