

**ARTICLES OF INCORPORATION
OF
GAINESVILLE NEIGHBORHOOD VOICES, INC.**

A Florida Not-for-Profit Corporation

The undersigned, desiring to form a Non-Profit Corporation under Chapter 617 of the Statutes of the State of Florida, do hereby certify and acknowledge:

Article I Name.

The name of the Corporation shall be Gainesville Neighborhood Voices, Inc.

Article II Principal Office and Mailing Address

The principal office, place of business and mailing address of this Corporation shall be 1110 NE 3rd Street, Gainesville, Alachua County, Florida 32601.

Article III Purpose

Gainesville Neighborhood Voices, Inc. is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax as may be amended from time to time, including the following:

- A. To promote charitable, public education and understanding of community planning for the human, built and natural environment;
- B. To protect and conserve the air, water and natural resources of the City of Gainesville and the surrounding area of Alachua County, Florida;
- C. To work with citizens in the neighborhoods of Gainesville, Florida to develop a network through which they can promote and protect sense of place, community character, history and diversity;
- D. To enable and provide organizational support to aid neighborhood communication and to receive and distribute educational information regarding neighborhoods;
- E. To empower citizens of Gainesville neighborhoods to identify and implement ways to protect and enhance the quality of neighborhood life while preventing or mitigating the adverse impacts of gentrification that could, if not managed, displace residents and families;

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- F. To create sustainable, self-determining communities and neighborhoods in Gainesville;
- G. To promote cooperative economics and community organizing in Gainesville's communities and neighborhoods;
- H. To promote, protect and enhance the social fabric of Gainesville's neighborhoods:
 - i. by knowing and connecting with neighbors;
 - ii. by building trust among neighborhoods and communities;
 - iii. by protecting our neighborhood pedestrian and public areas;
 - iv. by protecting our existing affordable neighborhood housing;
 - v. by ensuring that newly built housing is affordable, available and suitable for families already residing in the existing neighborhood;
 - vi. by assisting with neighborhood maintenance;
 - vii. by providing input to City of Gainesville City Commission, City of Gainesville Government, City of Gainesville Plan Board, neighborhoods, and the community on trust, communication, outreach, planning, affordable housing, equity, zoning, land use, and natural systems;
 - viii. by preventing the emigration or relocation of existing residents and families; and
 - ix. by preventing the adverse impacts of gentrification caused by inappropriate new development on the social fabric of our existing neighborhoods.
- I. To publicize and enforce existing laws regulating growth and development, and to facilitate these purposes and objectives, to engage professionals and technical advisors, to review development applications and City plans for land use and development that affect Gainesville's neighborhood residents for compliance with existing laws, comprehensive plan goals, objectives and policies, and compliance with the provisions of land development and zoning codes and Florida building codes;
- J. Making distributions as appropriate to further these purposes to organizations that qualify as exempt organizations under section 501c(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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All of the foregoing purposes shall be accomplished exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, and notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization 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.

Article IV Duration and Commencement.

The term of existence of the corporation is perpetual; and the corporate existence commenced on the date of the duly filed Articles of Incorporation with the Florida Department of State.

Article V Amendment of Articles of Incorporation.

The Articles of Incorporation may be amended or restated by a majority vote of the Board of Directors at any duly noticed meeting at which a quorum is present.

Article VI Bylaws.

The Bylaws of the corporation shall be adopted by the Board of Directors and may be altered, amended, or rescinded by the Board in the manner provided for in the Bylaws.

Article V. Membership.

The qualifications for members and the manner of their admission shall be as stated in the bylaws of the Corporation.

Article VII Directors - Number, Terms and Election of Directors.

The Board of Directors of the corporation shall elect a president, a secretary, and a treasurer, and as many other officers as the Board of Directors shall deem necessary from time to time. The number of directors may be increased or decreased as specified and in the manner prescribed in the Bylaws. The directors shall be elected in the manner set forth in the Bylaws. The duties, rights and responsibilities, and all other matters regarding directors are set forth in the Bylaws in accordance with Chapter 617, Florida law. The procedure for removal of directors is set forth in the Bylaws in accordance with Chapter 617, Florida Statutes.

Article VIII Officers.

The Board of Directors of the corporation shall elect officers consisting of a president, a secretary, and a treasurer, and as many other officers as the Board of Directors shall deem necessary from time to time. The duties, rights and responsibilities, and all other matters regarding directors and officers are set forth in the Bylaws in accordance with Chapter 617, Florida Statutes.

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Article IX Initial Directors and Officers.

The names and addresses of the persons who are the initial Directors and Officers of the corporation are as follows:

- Director; President: Casey Fitzgerald 2901 NW 13th Court, Gainesville, FL 32605
- Director; Vice President: Monica Frazier 726 SE 975 St, Gainesville, FL 32601
- Director: NKwanda Jah 1112 NE 2nd St, Gainesville, FL 32601
- Director: Kim Tanzer 2741 SW 7th Place, Gainesville 32607
- Director: Peggy Carr 1721 NW 10 Ave, Gainesville, FL 32605
- Director, Treasurer: Susan Mastin 1110 NE 3rd St, Gainesville, FL 32601
- Director, Secretary: Richard Allen 1110 NE 3rd St, Gainesville, FL 32601

Article X Initial Registered Agent and Street Address.

The Registered Agent of the corporation is:

- Name Richard R Allen
- Address 1110 NE 3rd St, Gainesville, FL 32601
- Phone: (352) 317-2954
- alficinado@gmail.com

Article XI Incorporator.

The Incorporator of the corporation is: Richard R. Allen 1110 N.E. 3rd Street, Gainesville, FL 32601

Article XII Powers of Corporation and Prohibited Activities.

The powers of the Corporation shall be as provided in Chapter 617, Florida Statutes with the following limitations within the meaning of section 501(c)(3) of the Internal Revenue Code, as may be amended:

A. No part of the net earnings of the corporation shall 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 these Articles.

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 participate or intervene in, including the publishing or distributing of statements, any political campaign on behalf of or in opposition to any candidate for public office.

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C. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

D. 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 Internal Revenue 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

E. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article XII Dissolution and Distribution of Assets.


Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes or shall be distributed to the federal government, or to a state or local government, for a public purpose and 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(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes, or shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

CERTIFICATION ADOPTION OF ARTICLES OF INCORPORATION.

As per Chapter 617, Florida Statutes, these ARTICLES OF INCORPORATION were duly adopted unanimously by the initial Board of Directors of GAINESVILLE NEIGHBORHOOD VOICES, INC. on the 7th day of July 2022.

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 section 817.155, F.S.

Dated: July 7, 2022



Signature, INCORPORATOR

Richard R. Allen
Incorporator
Electronic mail in care of alficinado@gmail.com

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CERTIFICATION REGISTERED AGENT

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.

Dated: July 7, 2022



Signature

RA Name: Richard R Allen

RA Address: 1110 NE 3rd St, Gainesville, FL 32601

Registered Agent Email: alficinado@gmail.com

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