

TALLAHASSEE, FLORIDA

Bryant Miller Olive

Attorneys at Law
1545 Raymond Dichl Road
Suite 300
Tallahassee, FL 32308
Tel 850.222.8611
Fax 850.222.8969
www.bmolaw.com

August 2, 2022

Division of Corporations
Attn: New Filing Section
2415 N. Monroe Street, Suite 810
Tallahassee, Florida 32303


Re: Hillsborough County Community Land Trust, Inc.
Ref. Number: W22000097970

Dear Sir or Madam:

Enclosed for filing are the Articles of Incorporation of Hillsborough County Community Land Trust, Inc., which have been corrected in accordance with Letter Number: 722A00016758 dated July 27, 2022 (a copy of which is attached for your reference).

Please call me if you have any questions.

Sincerely,


Pamela K. McCrary, FRP
Paralegal

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 27, 2022

BRANT MILLER OLIVE
1545 RAYMOND DIEHL RD. SUITE 300
TALLAHASSEE, FL 32308 US

SUBJECT: HILLSBOROUGH COUNTY COMMUNITY LAND TRUST, INC.
Ref. Number: W22000097970

We have received your document for and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If you have any further questions concerning your document, please call (850) 245-6052.

Summer Chatham
Regulatory Specialist II
New Filing Section

Letter Number: 722A00016758

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**ARTICLES OF INCORPORATION
OF
HILLSBOROUGH COUNTY COMMUNITY LAND TRUST, INC.
(A FLORIDA NOT-FOR-PROFIT CORPORATION)**

**ARTICLE I
NAME**

The name of this corporation is Hillsborough County Community Land Trust, Inc. (the "*Corporation*").

**ARTICLE II
CORPORATE NATURE**

This Corporation is a corporation not for profit organized pursuant to the Florida Not for Profit Corporation Act set forth in Chapter 617, Florida Statutes.

**ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is Hillsborough County Affordable Housing Services, County Center, 24th Floor, 601 E. Kennedy Blvd., Tampa, FL 33602.

**ARTICLE IV
PURPOSES**

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

The Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, to include the following:

- (a) Provide housing for low- and moderate-income people that is safe, secure, and affordable in perpetuity;
- (b) Provide affordable homeownership and rental opportunities for low- and moderate-income people, while preserving the quality and affordability of the homes for future low- and moderate-income residents;
- (c) Acquire land to be held in perpetuity for the primary purpose of providing affordable homeownership;
- (d) Acquire land to be held in perpetuity to provide affordable rental housing.
- (e) Provide access to affordable housing for at-risk populations such as homeless individuals, persons with an eviction record, previously incarcerated persons, persons with a non-violent criminal record; and persons with poor or no credit history;

(f) Combat community deterioration in economically disadvantaged neighborhoods, by promoting the development, rehabilitation, and maintenance of decent housing; promoting economic opportunities for low-income residents; by making land available for projects and activities that improve the quality of life; and by assisting residents of Hillsborough County to improve the safety and well-being of the community;

(g) Protect the natural environment and promote the ecologically sound use of land and natural resources and the long-term health and safety of the community.

ARTICLE V

POWERS

The Corporation shall have the power to (i) receive, acquire, own, maintain and use its assets for the purposes for which it is organized; (ii) raise funds by any legal means for the encouragement of its purposes; (iii) acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; (iv) exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and (v) exercise all powers granted to a corporation not for profit under Florida law. In addition to the foregoing powers, the Corporation shall have any additional powers specified in its bylaws.

ARTICLE VI

LIMITATION OF CORPORATE POWERS

(a) No part of the income, profit or assets of the Corporation shall inure to the benefit of, or be distributable to, directly or indirectly, its directors, officers, or other private persons; provided, however, 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 Article IV of these Articles of Incorporation.

(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 in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) The Corporation shall have no power to do any act inconsistent with the provisions of Sections 501(c)(3) and 170(c)(2) of the Code, or the corresponding provisions of any future United States Internal Revenue Laws and 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 Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue Law, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or any other corresponding provision of any future United States Internal Revenue Law.

(d) Should the corporation at any time be considered a "*Private Foundation*" under Section 509(a) of the Code, or the corresponding provision of any future United States Internal Revenue Law, the following limitations will apply:

- i. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income

imposed by Section 4942 of the Code, or the corresponding provision of any future United States Internal Revenue Law;

- ii. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding provision of any future United States Internal Revenue Law;
- iii. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code, or the corresponding provision of any future United States Internal Revenue Law;
- iv. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Code, or the corresponding provision of any future United States Internal Revenue Law; and
- v. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code, or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE VII **BOARD OF DIRECTORS**

The method of selection of the members of the Board of Directors shall be as set forth in, and such selection shall be in accordance with, the By-Laws of the Corporation.

The names and addresses of the initial members of the Board of Directors are as follows:

Elizabeth Strom
13720 Halliford Drive
Tampa FL 33624

Aileen Pruitt
201 North Franklin Street
Tampa, FL 33602
Mailstop: A1-XTCC-15-D

Susan Morgan
5707 N. 22nd St.
Tampa, FL 33610

Jennifer Motsinger
351 Channelside Walk Way #4404
Tampa, FL 33602

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David Iloanya
4603 River Hills Drive
Tampa, FL 33617

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ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the Corporation is Robert C. Reid, Esq. and the street address of the Corporation's initial registered agent is 1545 Raymond Diehl Rd., Suite 300, Tallahassee, FL 32308.

ARTICLE IX
INCORPORATOR

The name and address of the sole incorporator of the Corporation is Robert C. Reid, Esq. and the address of such incorporator is 1545 Raymond Diehl Rd., Suite 300, Tallahassee, FL 32308.

ARTICLE X
DURATION

The period of duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE XI
BYLAWS

The Board of Directors shall adopt Bylaws for the regulation and management of the affairs of the Corporation. The Corporation's Bylaws may contain any provisions not inconsistent with law or these Articles of Incorporation. The Corporation's Bylaws may be amended, altered, or repealed and new Bylaws may be adopted as provided in the Corporation's Bylaws.

ARTICLE XII
RESALE FORMULA

It is a purpose of the Corporation to provide for the continued affordability of housing and other improvements on the Corporation's land for low- and moderate-income people. The Board of Directors shall adopt, in accordance with the Bylaws, a "resale formula," which shall be used in accordance with the Bylaws to limit the resale price of ownership housing or other improvements on land leased by the Corporation to low- and moderate-income people.

ARTICLE XIII
AMENDMENTS

Upon proper notice, these Articles of Incorporation may be amended, altered, changed, or repealed by a two-thirds (2/3rd) vote of the members of the Board of Directors. All power and authority conferred hereby upon officers and the Board of Directors of the Corporation are granted to the further amendment of these Articles of Incorporation.

ARTICLE XIV


DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XV INDEMNIFICATION

The Corporation shall indemnify the officers, directors, employees, and agents to the full extent permitted by the Florida Not-For-Profit Corporation Act, provided, however, that no such indemnification shall be permitted if such indemnification would violate the purposes of the Corporation as specified in Article III of these Articles of Incorporation or would be inconsistent with the provisions of Section 501(c)(3) and Section 170(c)(2) of the Code, or corresponding provisions of any future United States Internal Revenue Laws.

IN WITNESS WHEREOF, I, the undersigned Incorporator, have made, signed, and hereby acknowledge these Articles of Incorporation this 22 day of July, 2022, for the purpose of incorporating as a corporation not-for-profit under the laws of the State of Florida.



Robert C. Reid, Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with the Act:

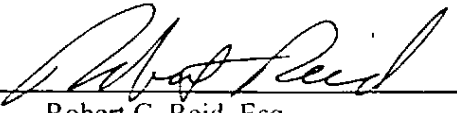
That Hillsborough County Community Land Trust, Inc., desiring to incorporate under the laws of the State of Florida with its principal office at the location indicated in the Certificate of Incorporation, in Tampa, Florida has named Robert C. Reid, located at 1545 Raymond Diehl Rd., Suite 300, Tallahassee, FL 32308, as its agent to accept service of process within this State.

ACKNOWLEDGMENT BY REGISTERED AGENT:

Having been named to accept service of process for the Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of the Act relative to keeping open such office.

Dated as of the 22 day of July, 2022.

Robert C. Reid, Esq.
as Registered Agent

By: 
Robert C. Reid, Esq.

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