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FLORIDA PROFIT/NON PROFIT CORPORATION  
Housing 360 Community Land Trust, Inc.

Certificate of Status	1
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DIVISION OF CORPORATIONS  
FLORIDA DEPARTMENT OF STATE

**ARTICLES OF INCORPORATION****HOUSING 360 COMMUNITY LAND TRUST, INC.  
A Florida Not for Profit Corporation**

We, the undersigned, hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida, the Florida Not for Profit Corporation Act, and hereby adopt the following Articles of Incorporation:

**ARTICLE I****Name**

The name of the Corporation shall be **Housing 360 Community Land Trust, Inc.** (the "Corporation").

**ARTICLE II****Principal Office**

The principal place of business of the Corporation is 321 West Atlantic Boulevard, Pompano Beach, Florida 33060. The mailing address of the Corporation is P.O. Box 2006, Pompano Beach, Florida 33061-2006.

**ARTICLE III****Corporate Duration**

The Corporation shall have perpetual existence.

**ARTICLE IV****Corporate Purpose and Powers**

The purposes for which this Corporation is established and organized are exclusively charitable, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding future United States Revenue Law. Among those purposes are to provide affordable housing to low through moderate income persons, whose housing needs are desired to be addressed by this Corporation.

The Corporation's particular purpose is to be directed primarily, but not limited, to the low and moderate income communities of Pompano Beach, Broward County, and Southeast Florida. Consistent with this not for profit purpose, this not for profit corporation may engage in any activity

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or business permitted under the law of the United States and the State of Florida, including those powers enumerated in F.S. 617.0302. In no event shall the Corporation engage in any activity which would be contrary to the purposes and activities: (q) permitted to be engaged in by any organization, the activities of which are exempt from Federal Income Tax pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended; or (2) of a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any of its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make any payments and distributions in furtherance of its purpose set forth herein.

The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

The Corporation shall not be operated for the primary purpose of carrying on as unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

#### ARTICLE V

#### Membership

The Corporation shall have no members.

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## ARTICLE VI

### Manner of Election

The manner in which the directors are elected or appointed shall be stated in the Bylaws of the Corporation.

## ARTICLE VII

### Registered Agent and Street Address

The name and Florida street address of the initial registered agent is David N. Tolces, 2255 Glades Road, Ste. 200-E, Boca Raton, FL 33431. Unless otherwise designated, the registered agent of the Corporation shall be the then current Executive Director of Housing 360 Corporation.

## ARTICLE VIII

### Incorporator

The name and address of the Incorporator to these Articles of Incorporation is David N. Tolces, 2255 Glades Road, Ste. 200-E, Boca Raton, FL 33431.

## ARTICLE IX

### Initial Board of Directors

The initial Board of Directors shall consist of the following members, and the name and street address of the initial Board of Directors is as follows:

<u>Name</u>	<u>Address</u>
Whitney Rawls, Director	321 W. Atlantic Blvd. Pompano Beach, FL 33060
Whitney Metevia, Director	321 W. Atlantic Blvd. Pompano Beach, FL 33060
Lennard Robinson, Director	321 W. Atlantic Blvd. Pompano Beach, FL 33060
Patrice Watkins-Edwards, Director	321 W. Atlantic Blvd. Pompano Beach, FL 33060
Donna Smith, Director	321 W. Atlantic Blvd. Pompano Beach, FL 33060

The Corporation shall indemnify any person who is or was a member of the Board of Directors to the fullest extent permitted by law.

#### **ARTICLE X**

##### **By-Laws**

The initial Bylaws of this Corporation shall be adopted by the Board of Directors. The ByLaws may be amended from time to time by the Board of Directors.

#### **ARTICLE XI**

##### **Amendment of Articles of Incorporation**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

#### **ARTICLE XII**

##### **Dissolution**

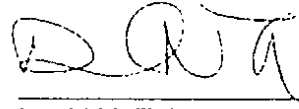
In the event of the dissolution or final liquidation of the Corporation, the Board of Directors, after paying or making provision for payment of all of the known liabilities of the Corporation, shall transfer or dispose of the Corporations' s property and assets to the Housing Authority of the City of Pompano Beach for exclusively public purposes. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively to one or more of such corporations, trusts, funds, or other organizations as said court shall determine, which at the time are exempt from federal income tax as organizations described in Section 501(c)(3) of the Internal Revenue Code, and which are organized and operated for such purposes, or to the federal government or to a state or local government for such purposes. No private individual shall share in the distributions of any Corporation assets upon dissolution or sale of the assets of the Corporation.

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**ARTICLE XIII**  
**Effective Date**

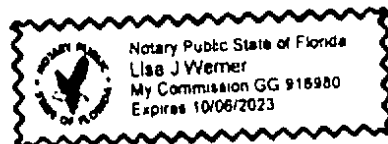
In accordance with Florida Statutes 617.0203(1), the effective date for commencement of corporate existence shall be immediately upon the filing of these Articles of Incorporation.

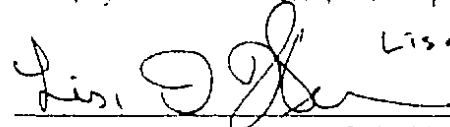
IN WITNESS WHEREOF, the Incorporator hereto has hereunto affixed his hand and seal this 2<sup>nd</sup> day of August, 2023.

  
\_\_\_\_\_  
David N. Tolces

STATE OF FLORIDA        )  
  ) ss:  
COUNTY OF BROWARD    )

The foregoing instruments was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 2<sup>nd</sup> day of August, 2023, by David N. Tolces, who is personally known to me and who did take an oath.

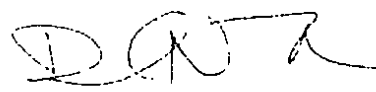


 Lisa J. Werner  
\_\_\_\_\_  
NOTARY PUBLIC/State of Florida  
My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statuses relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

I agree as Resident Agent to accept Service of Process, to keep office open during prescribed hours, to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.

  
\_\_\_\_\_  
David N. Tolces  
Signature/Registered Agent

August 2, 2023  
Date