

Florida Department of State

Division of Corporations

Electronic Filing Cover Sheet

N23000009671

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H23000279910 3)))



H230002799103ABC0

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP.
Account Number : 076666002140
Phone : (727)461-1818
Fax Number : (727)441-8617

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: Lkennerly@JPFIRM.COM

FLORIDA PROFIT/NON PROFIT CORPORATION

SKYWAY HOUSING FOUNDATION, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 05 |
| Estimated Charge | \$70.00 |

Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF INCORPORATION
OF
SKYWAY HOUSING FOUNDATION, INC.**

Pursuant to the Florida Not For Profit Corporation Act, Section 617.01011, *et. seq.* (the "*Florida Act*"), and to comply with Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("*Section 501(c)(3)*"), the undersigned Incorporator of the referenced corporation (the "*Corporation*") does hereby acknowledge and state that these Articles of Incorporation (these "*Articles*") are filed for the purpose of creating and organizing a Florida not-for-profit corporation, as follows:

ARTICLE I - NAME

The name of the Corporation is Skyway Housing Foundation, Inc., principally located at 100 3rd Street South, Suite 250, St. Petersburg, FL 33701.

ARTICLE II- REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of the Corporation is Chestnut Business Services, LLC. The street address of the initial registered office is 490 1st Avenue South, Suite 700, St. Petersburg, FL 33701. Attached hereto as **Exhibit A** is the initial registered agent's written acceptance of appointment as a registered agent.

ARTICLE III - PURPOSE

The Corporation is organized and shall be operated exclusively for charitable purposes, including lessening the burdens of government, organization and operation of affordable housing for persons of lower income, and facilitating the development and financing of affordable homeownership for persons of lower income. The objectives of the Corporation toward achieving this purpose will include the following:

1. To lessen the burdens of government through affordable and workforce housing.
2. To provide relief to the poor and distressed through the provision of affordable housing for persons of lower income.
3. To plan, construct, operate, maintain, rehabilitate, alter, convert and improve housing and related facilities for persons of lower income or assist in facilitating such housing and related facilities.
4. To facilitate and/or fund the development and construction of affordable housing for purposes of increasing affordable homeownership for persons of lower income.
5. To do all things necessary and incidental related to the works of the Corporation.
6. To comply with Section 501(c)(3) by limiting the Corporation's functions to the purposes listed in Section 501(c)(3).
7. No part of the net earnings, gains or assets of the Corporation shall inure to the benefit of or be distributable to its directors, officers, other private individuals, or organizations organized and operated for a profit (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 as hereinabove stated). No substantial part of the activities of the Corporation shall be carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or

intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision herein, the Corporation shall not carry on any activities not permitted to be carried on:

a. By an organization exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986, as amended, as an organization described in Section 501(c)(3) of such code; or

b. By an organization, contributions to which are deductible under sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986, as amended

ARTICLE IV- BOARD OF DIRECTORS

The management of the affairs of the Corporation shall be vested in the Board of Directors of the Corporation (the "*Board*"), which shall consist of a minimum of three (3) persons. The manner in which the members of the Board are elected shall be stated in the Corporation's Bylaws.

ARTICLE V- TERMS

The Corporation shall have perpetual existence.

ARTICLE VI- MEMBERS

This Corporation shall have no members.

ARTICLE VII- POWERS

1. The Corporation shall have all the general powers enumerated in the Florida Act and in the bylaws of the Corporation (the "*Bylaws*").

2. The power to receive and administer funds for the aforesaid purposes, and for no other purposes, and to that end to take and hold any real or personal property, funds or securities of any class of description, whether tangible or intangible, and whether by contract, agreement, bequest, devise, gift, purchase, lease or otherwise, either absolutely or in trust, and to hold, invest and utilize the same for such objects and purposes or trust.

3. Notwithstanding any other provisions of these Articles, the Corporation will not carry on activities no permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended.

4. If at any time the Corporation is classified as a private foundation in accordance with Section 509 of the Internal Revenue Code of 1986, as amended:

a. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended.

b. The Corporation shall not retain any excess business holdings as defined in Section 7943(c) of the Internal Revenue Code of 1986, as amended.

23 AUG 11 AM 9:18
FILED
SECRETARY OF STATE
FLORIDA

c. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended.

d. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended.

e. To the extent the Corporation is not treated as a private operating foundation for federal income tax purposes, then the Corporation's income for each taxable year shall be distributed at such time and in such manner so as not to subject the Corporation to tax on undistributed income under Section 4942 of the Internal Revenue Code of 1986, as amended.

ARTICLE VIII- DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of dissolution or final liquidation of the Corporation, the Board shall, after paying or making provision for the payment of all the lawful debts and liabilities of the Corporation, distribute all the assets of the Corporation to one or more of the following categories of recipients as the Board shall determine:

1. to a nonprofit organization or organizations which may have been created to succeed the Corporation, as long as such organization or each of such organizations shall then qualify as an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986, as amended, as an organization described in Section 501(c)(3); and/or

2. to a nonprofit organization or organizations having similar aims and objects as the Corporation, as long as such organization or each of such organizations shall then qualify as an organization exempt from federal income tax under Section 501(c)(3).

No distribution of assets of the Corporation shall ever be made by any member, director or officer of the Corporation.

ARTICLE IX- INCORPORATOR

The name of the incorporator is Thomas D. Sims. The incorporators address is 490 1st Avenue South, Suite 700, St. Petersburg, FL 33701.

IN TESTIMONY WHEREOF, the undersigned has executed these Articles of Incorporation this 11th day of August, 2023.



Thomas D. Sims, Incorporator

EXHIBIT A

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.

Chestnut Business Services, LLC

By: [Signature]
Name: Thomas D. Sims
Title: Vice-President
Required Signature of Registered Agent

8/11/2023
Date

FILED

23 AUG 11 AM 9:18

CLERK OF COURT
HALLANDALE BEACH, FL