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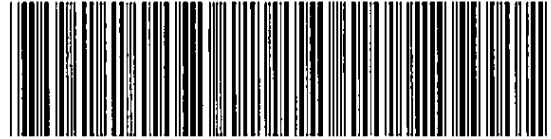
(Business Entity Name)

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TALLAHASSEE, FL

COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Central Florida Community Land Trust, Inc.

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 ☒ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☐ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Timothy S. Dean, Esquire

Name (Printed or typed)

230 NE 25th Avenue, Suite 300

Address

Ocala, FL 34470

City, State & Zip

352-387-8700

Daytime Telephone number

amy@deanfirm.com

E-mail address: (to be used for future annual report notification)

RESTATED ARTICLES OF INCORPORATION
OF
CENTRAL FLORIDA COMMUNITY LAND TRUST, INC.
IN COMPLIANCE WITH CHAPTER 617, F.S. (NOT FOR PROFIT)

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be **CENTRAL FLORIDA COMMUNITY LAND TRUST, INC.** (the "Corporation").

**ARTICLE II - ADDRESS OF PRINCIPAL OFFICE
AND MAILING ADDRESS OF CORPORATION**

The address of the principal office of the Corporation is 230 NE 25th Avenue, Suite 400, Ocala, FL 34470, and the mailing address of the Corporation is 230 NE 25th Avenue, Suite 400, Ocala, FL 34470.

ARTICLE III - PURPOSES AND POWERS OF CORPORATION

A. The Corporation is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes.

B. The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"), including, for all such purposes, making distributions to organizations that qualify as exempt organizations under Code Section 501(c)(3).

C. To the extent consistent with the preceding paragraph and permissible under Florida law, the purposes of the Corporation shall include, but shall not be limited to the following: (1)

perpetuity; (2) provide affordable homeownership opportunities for low- and moderate-income people, while preserving the quality and affordability of the homes for future low- and moderate-income residents of the community; (3) acquire land to be held in perpetuity for the primary purpose of providing affordable homeownership; (4) acquire land to be held in perpetuity for the primary purpose of providing affordable rental; (5) combat community deterioration in economically disadvantaged neighborhoods, by promoting the development, rehabilitation, and maintenance of decent housing in these neighborhoods; promoting economic opportunities for low-income residents of these neighborhoods, by making land available for projects and activities that improve the quality of life in these neighborhoods, and by assisting residents of these neighborhoods in improving the safety and well-being of their community; (5) protect the natural environment and to promote the ecologically sound use of land and natural resources and the long-term health and safety of the community.

D. The Corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that are consistent with these Articles of Incorporation.

E. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:

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

2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.

3. Notwithstanding any other provision of these Articles of Incorporation, 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 Code Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2).

ARTICLE IV – MEMBERSHIP

There shall be no members of the Corporation.

ARTICLE V - BOARD OF DIRECTORS

All corporate power shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of, the Corporation's Board of Directors. The Board of Directors of the Corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws. The number of initial directors for the first meeting held on January 17, 2024 were three (3) as set forth in the initial Articles. Following the initial meeting, the Board members adopted these Articles and designated the Board to be seven (7) members, which shall include the five (5) board members of the HFAMC as a standing group of members of the Board (and which inclusion on this Board shall terminate following their termination of membership on HFAMC Board), along with two other Board members to be named from Marion County and City of Ocala and selected by the Board. The names and addresses of the individuals who are to serve as the initial directors of the Corporation are as follows:

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TALLAHASSEE, FL
3D

<u>Name</u>	<u>Address</u>
Jon Kurtz	230 NE 25 th Ave., Suite 400, Ocala, FL 34470
John Crawford	2710 East Silver Springs Blvd., Ocala, FL 34470
James Haynes	110 SE Watula Ave., Ocala, FL 34471
Rebecca Gavidia Lyles	230 NE 25 th Ave., Suite 400, Ocala, FL 34470
Sherri Meadows	230 NE 25 th Ave., Suite 400, Ocala, FL 34470
Phillip-Henry Culver	230 NE 25 th Ave., Suite 400, Ocala, FL 34470
Manny Alonso	230 NE 25 th Ave., Suite 400, Ocala, FL 34470

**ARTICLE VI - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 230 NE 25th Avenue, Suite 400, Ocala, FL 34470, and the name of the initial registered agent of the Corporation is Timothy S. Dean, Esquire, 230 NE 25th Avenue, Suite 300, Ocala, FL 34470. The Board of Directors may from time to time designate a new registered office and registered agent.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of the Corporation are:

<u>Name</u>	<u>Address</u>
KEITH FAIR	230 NE 25 th Avenue, Suite 400 Ocala, FL 34470

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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 TALLAHASSEE, FL

ARTICLE IX - TERM OF EXISTENCE

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State.

ARTICLE X - DISSOLUTION OF CORPORATION

Upon the dissolution of the Corporation, after the payment or provision for the payment of all of the liabilities of the Corporation, all of the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3), 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 the Circuit Court 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. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any director, officer or other private person, other than as reasonable payment for services rendered by such person.

ARTICLE XI – AMENDMENT OF ARTICLES

Amendment to these Articles of Incorporation may be made and adopted by a vote of at least two thirds (2/3) of the Board of Directors of the Corporation.

ARTICLE XII - ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE XIII - REQUIRED ADOPTION INFORMATION

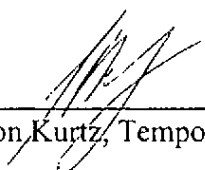
Adoption of Amendment

These restated articles of incorporation were adopted by the board of directors.

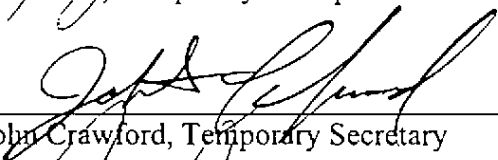
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I submit this document and affirm that the fact stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

Dated: January 17, 2024.



Jon Kurtz, Temporary Chairperson



John Crawford, Temporary Secretary



James Haynes, Initial Board Member

2024-01-17 PM12:01
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TREASURER, FL

ED