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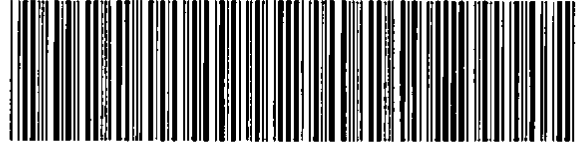
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SECRETARY OF STATE
TALLAHASSEE, FL

2024 MAY - 6 PM 9:51

FILED

COVER LETTER

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

SUBJECT: HRC Housing and Development, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Alphonsa Henderson

Name (Printed or typed)

7845 Coronet Way

Address

Pensacola, FL 32514

City, State & Zip

850.791.1838

Daytime Telephone number

ahenderson@ephre.com

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

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
HRC HOUSING AND DEVELOPMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FL

The undersigned, acting as incorporator of a corporation not for profit under the provisions of Chapter 617, Florida Statutes, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is HRC Housing Development Corporation, Inc. (the "Corporation"), and its address is 150 West Maxwell Street, Pensacola, FL 32501. The organization's primary geographically targeted area is Escambia County, Florida; however, it reserves the right to expand its efforts based on need, opportunity, and resources.

ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing upon filing of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of the Corporation is to engage in exclusively charitable purposes within the meaning of Section 170(c)(2) and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In furtherance of such charitable purposes, the Corporation will operate in connection with Escambia County Human Relations, Inc., a Florida not for profit corporation ("EPHRC"). The specific purposes for which the Corporation is organized are as follows:

- a) To provide decent housing that is safe and affordable to low-income and moderate-income persons. Nothing in this paragraph shall allow this organization to carry on any activities not permitted to be carried on by an organization exempt from Federal and State 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.

- b) To collaborate with others in the funding, production, promotion, and selling of affordable housing opportunities for vulnerable populations, including but not limited to, persons with developmental and/or intellectual disabilities; persons with special needs; youth that have aged out of the state foster care program; survivors of natural disasters, survivors of domestic abuse and disabled veterans living in the communities of northwest Florida.
- c) To provide both group education and one-on-one housing counseling services to help consumers better understand financing, maintaining, renting, or owning a home.
- d) To seek out, utilize, and administer Community Housing Development Organization (CHDO) funding under the guidelines set forth by the U.S. Department of Housing and Urban Development, related federal and/or state entities, and CHDO participating jurisdictions and utilize such funds for the funding, production and promotion of affordable housing and other community-based assets.

Except as provided herein, the Corporation shall have all powers necessary or convenient to carry out its purposes, including the powers now or hereafter enumerated in the Florida Non-Profit Corporation Act.

ARTICLE IV - MEMBERSHIP

This Corporation shall have no members.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of this Corporation's initial registered office is 150 West Maxwell Street, Pensacola, Florida 32501, and the name of this its initial registered agent is Alphonsa Henderson.

ARTICLE VI - INCORPORATOR AND DIRECTORS

The names and addresses of the incorporator and the initial directors of the corporation (the "Directors") are:

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Incorporator: Alphonsa Henderson
7845 Coronet Way
Pensacola, FL 32514

Directors: Lumon May
609 West Belmont Street
Pensacola, FL 32501

Harold Griffin, Jr.
315 South "A" Street
Pensacola, FL 32502

Randy Bricker
6563 Rambler Drive
Pensacola, FL 32505

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ARTICLE VII - BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors (the "Board"). The Board shall have no fewer than three (3) directors. If any of the Directors are unable to serve, the existing Directors shall appoint a successor Director as set forth in the Corporation's Bylaws. The composition of the board of directors and its manner of selection shall be governed by the bylaws under the following guidance:

- One-third must be representative of the low-income community.
- No more than one-third of the directors shall be public officials or employees of such state or local governments (such public officials and employees, if any, shall not have the right to appoint any of the remaining two-thirds of the directors).
- The balance is unrestricted and may include people such as human and social service providers, lenders, individuals with access to philanthropic resources, or others willing to contribute their professional expertise.
- In no event shall a for-profit entity ever have the right to appoint more than one-third of the directors for this Corporation.

- Any directors who are appointed by a for-profit corporation shall not have the right to appoint any of the remaining two-thirds of the directors.
- In no event shall any state or local government that provides federal HOME funds to this Corporation have the right to appoint more than one-third of the directors.

ARTICLE VIII - OFFICERS

The Corporation shall have such officers as the Board deems necessary in its discretion.

ARTICLE IX - RESTRICTIONS

A. The Corporation does not contemplate pecuniary gain or profit to its Directors or Officers, and no part of any net earnings of the Corporation shall inure to the benefit of any director, officer or other individual; however, nothing herein shall prohibit the Corporation from paying its Officers and Directors reasonable compensation for services rendered to or for the Corporation, nor from reimbursing its Directors and Officers for all expenses reasonably incurred in performing services rendered to or for the Corporation.

B. All of the property of the Corporation is and shall be irrevocably dedicated to charitable, scientific, literary or educational purposes, and in the event of a dissolution of this Corporation, its assets shall be distributed to one or more organizations which are organized and exist exclusively for educational, scientific, charitable or literary purposes and that qualify for exemption from federal income tax under the provisions of §501(c)(3) of the Code, or to the United States of America, the State of Florida, the County of Escambia, State of Florida or other local government. In no event shall the assets or the property of the Corporation, or the proceeds of any of such assets or property, upon dissolution, go or be distributed to the Directors either for reimbursement of any sums subscribed, donated, or contributed by such director, or for any other purpose, other than as provided in Paragraph A of this Article.

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ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify its Directors and Officers, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Not-For-Profit Corporation Act and the Florida Business Corporation Act from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by such acts, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, officer, employee or agent, and shall inure to the benefit of the heirs, executors, personal representatives and administrators of such a person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

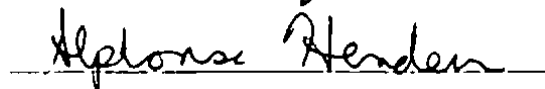
ARTICLE XI - AMENDMENT OF ARTICLES

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Directors is subject to this reservation.

IN WITNESS WHEREOF, the undersigned officer attests to these articles of incorporation this first day of April 17, 2024.



Lumon May, Board Chairman



Alphonsa Henderson, Incorporator

4-19-2024
FILED
2024 MAY -6 PM 10:01
Date
4-19-2024
Date

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Alphonsa Henderson _____

Address: 7845 Coronet Way _____

Pensacola, FL 32514 _____

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: Alphonsa Henderson _____

Address: 7845 Coronet Way _____

Pensacola, FL 32514 _____

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

Alphonsa Henderson
Required Signature of Registered Agent

04/19/2024
Date

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 s.817.155, F.S.

Alphonsa Henderson
Required Signature of Incorporator

04/19/2024
Date

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