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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**LOFTS, INC.**

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610 Lofts Inc.

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**ARTICLES OF INCORPORATION  
OF  
610 LOFTS INC.**

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation not-for-profit under the laws of the State of Florida.

ARTICLE I - Name

The name of the Corporation shall be 610 LOFTS INC. (the "Corporation").

ARTICLE II - Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation is 610 NW 3rd Ave. Fort Lauderdale, FL 33311.

ARTICLE III - Purpose

A. The corporation is organized exclusively for charitable, religious, scientific, educational, or literary 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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) (the "Code"). A primary purpose of the Corporation is to advance the welfare of humankind through the ownership (including through limited partnerships and other entities), operation, administration and management of housing and other facilities and programs for aged, sick, handicapped, poor and other needy persons, and to otherwise foster low income housing.

B. The Corporation is organized for purposes of engaging in any activity or business permitted under the laws of the United States and of the State of Florida and shall have all of the powers enumerated in the Florida Not-For-Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation shall not engage in any activity in which corporations qualified as exempt organizations under Section 501(c)(3) of the Code are not permitted to engage. The Corporation shall not be affiliated with or controlled by a for-profit organization within the meaning of Section 42 of the Code.

C. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's directors, officers, or other private persons, 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 set forth in this Article. 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 publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

D. Notwithstanding any other provision of these Articles, 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 (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

E. In the event the Corporation is classified as a private foundation under Section 509 of the Code, (i) the Corporation shall distribute its income each taxable year at such time and in such manner as not to subject itself to tax under Section 4942 of the Code, and (ii) the Corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), retain any excess business holdings (as defined in Section 4943(c) of the Code), make any investments in such manner as to subject itself to tax under Section 4944 of the Code, nor make any taxable expenditures (as defined in Section 4945(d) of the Code).

F. Notwithstanding any other provision of these Articles which may imply otherwise, the Corporation is organized and to be operated for the benefit of, to perform the functions of, or to carry-out the purposes of the Sole Member (as defined in Article XII herein). As such, the Corporation shall not engage in any activities which are not in furtherance of, or which are contrary to, the charitable purposes of the Sole Member.

#### ARTICLE IV - Term of Existence

The effective date upon which the Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE V - Initial Registered Office and Agent

The name and street address of the initial registered agent of the Corporation is:

Spector Law Offices  
1243 Seabreeze Boulevard  
Fort Lauderdale, FL 33316  
Attn: Robert Spector

#### ARTICLE VI - Directors

A. The initial number of directors of the Corporation shall be three (3).

B. The number of directors may be either increased or diminished from time to time by the Board of Directors in accordance with the Bylaws of the Corporation, but there shall always be at least three (3) directors.

C. Reserved.

D. Nothing in this Article VI shall be construed to preclude the directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Street Address</u>
EJ Spector	1243 Seabreeze Boulevard, Fort Lauderdale, FL 33316
Bob D'Angelo	4512 NE 22nd Road, Fort Lauderdale, FL 33308
Henry Pisano	2000 Diana Drive #306, Hallandale, FL 33009

F. Directors shall be elected, appointed, and removed as provided in the Bylaws of the Corporation.

#### ARTICLE VII - Officers

The name and street address of each of the initial officers is:

<u>Name</u>	<u>Office Held</u>	<u>Street Address</u>
EJ Spector	Chair	1243 Seabreeze Boulevard, Fort Lauderdale, FL 33316
Bob D'Angelo	Treasurer	4512 NE 22nd Road, Fort Lauderdale, FL 33308
Henry Pisano	Secretary	2000 Diana Drive #306, Hallandale, FL 33009

#### ARTICLE VIII - Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Street Address</u>
Maureen Luna	610 NW 3rd Ave Fort Lauderdale, FL 33311

#### ARTICLE IX - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

#### ARTICLE X - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

#### ARTICLE XI - Dissolution

A. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the obligations and liabilities of the Corporation, dispose of all the assets of the Corporation by distributing such assets of the Corporation to the Sole Member, at the time and in the manner as the Board of Directors shall reasonably determine.

B. Any assets not disposed of by the Board of Directors as provided herein, shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for tax-exempt purposes or to such organizations which are organized and operated exclusively for tax-exempt purposes and which qualify as an exempt organization under Section 501(c)(3) of the Code.

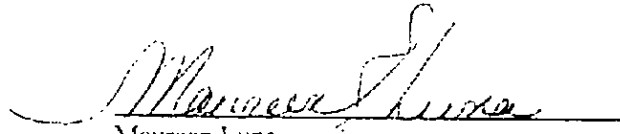
#### ARTICLE XII - Member

The sole member of the Corporation shall be THE PANTRY OF BROWARD, INC., a Florida not for profit corporation (the "Sole Member").

*[Signatures appear on following page]*

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WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28 day of June, 2024.

  
Maureen Luna

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of 610 LOFTS INC.

REGISTERED AGENT

  
Spector Law Offices

Dated the 28<sup>th</sup> day of June, 2024.

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