

N92000000254
PASOS ADELANTE, INC.

2150 STATE ROAD 559
WAHNETA, FLORIDA 33880
Phone (941) 299-3854
Fax (941) 299-8247

April 14, 1997

N92000000254

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*****43.75 *****43.75

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

Re: Restated Articles of Pasos Adelante, Inc. - Document #N92000000254

Dear Sir/Madam:

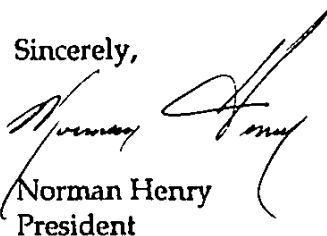
We are enclosing two copies of our Restated Articles of Incorporation for filing with the State, along with a certification stating that the Restated Articles do not require members' approval. A check in the amount of \$43.75 is enclosed.

\$35.00
\$ 8.75
\$43.75

Restated Articles
Certificate of Status

If you have any questions or concerns, please let us know.

Sincerely,


Norman Henry
President

NH/LBS/lps

Enclosures: Restated Articles of Incorporation
Check (\$43.75)

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HK
5/1/97

97 MAY 19 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 23, 1997

NORMAN HENRY
PASOS ADELANTE, INC.
2150 STATE ROAD 559
WAHNETA, FL 33880

SUBJECT: PASOS ADELANTE, INC.
Ref. Number: N92000000254

We have received your document for PASOS ADELANTE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 1996 annual report. The corporation must be reinstated before this document can be filed.

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 1996 corporate annual report form. To reinstate, the corporation must submit a completed reinstatement application or annual report and the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year.

Therefore, the total amount due to reinstate the corporation is \$297.50. Add an additional \$8.75 for each certificate of status requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 997A00020805

**RESTATED
ARTICLES OF INCORPORATION
OF PASOS ADELANTE, INC.**

A NONPROFIT ORGANIZATION

We, the undersigned incorporators, hereby associate ourselves together to form and establish a corporation not for profit under the laws of the State of Florida.

- FIRST:** The name of the corporation is **Pasos Adelante, Inc.**
- SECOND:** The location of its principle place of business in this State is 2150 State Road 559, Wahneta, Florida 33880.
- THIRD:** The location of its registered office in this State is 2150 State Road 559, Wahneta, Florida 33880.
- FOURTH:** The name and address of its resident agent in this State is Sister Paula Schwendinger, 2150 State Road 559, Wahneta, Florida 33880.
- FIFTH:** This corporation is organized not for profit under F. S. 617 and the objects and purposes to be transacted and carried on are to promote the general social welfare of the community and for that purpose:
- (a) to improve the quality of life for migrant workers and other impoverished individuals in the State of Florida including, but not limited to, promoting the health and welfare of such individuals;
 - (b) to acquire, construct, provide, and operate affordable rental housing and related facilities suited to the special needs and living requirements of eligible occupants, without regard to age, race, color, religion, sex, marital status, physical or mental handicap (must possess capacity to enter into a legal contract) or national origin;
 - (c) to acquire, construct, provide and/or operate other affordable housing, including self-help housing, to fulfill the needs of very low, low and moderate income persons within the State, without regard to age, race, color, religion, sex, marital status, physical or mental handicap (must possess capacity to enter into a legal contract) or national origin (especially migrant farmworkers);

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- (d) to acquire, improve, and operate any real or personal property or interest or right herein or appurtenant thereto;
- (e) to sell, convey, assign, mortgage, lease any real and personal property;
- (f) to borrow money and to execute such evidence of indebtedness and such contracts, agreements, and instruments as may be necessary, and to execute and deliver any mortgage, deed of trust, assignment of income, or other security instrument in connection therewith; and to do all things necessary and appropriate for carrying out and exercising the foregoing purposes and powers;
- (g) The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law;
- (h) Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal 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;

SIXTH: The number of directors shall be prescribed in the By-Laws, but shall not be less than five (5).

SEVENTH: The corporation formed hereby shall have no capital stock. It shall be composed of members rather than shareholders. The conditions and regulations of membership and the rights or other privileges of the classes of members shall be determined and fixed by the By-Laws.

EIGHTH: The corporation is not organized for pecuniary profit and shall have no power to declare dividends. No part of its net earnings shall inure to the benefit of any member, director, or individual. The balance, if any, of all money received by the corporation from its operations, after payment in full of all operating expenses, debts, and obligations of the corporation of whatsoever kind and nature as they become due shall be used to make advance payments on loans owned by the corporation, to lower the lease-rental charge to occupants of the housing, to provide additional housing and related facilities, or for some related purpose.

NINTH: The name and place of residence (post office address) of the incorporator is:

Paula Villarreal
104 Rifle Range Road
Wahneta, FL 33880


TENTH: In the event of dissolution, the residential assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code, or the federal, state, or local government for exclusive public purpose. In no event shall any of the assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated, or contributed by such members or for any other purposes, provided that nothing herein shall prohibit the corporation from paying its just debts.

ELEVENTH: Members of the corporation shall not be liable for any debts or obligations of the corporation and shall not be subject to any assessment; but reasonable membership dues may be determined and fixed by the By-Laws.

TWELFTH: The duration of the existence of this corporation shall be perpetual.

THIRTEENTH: These Articles of Incorporation may be amended by a majority vote of the Board of Directors.

IN TESTIMONY WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this corporation, executed these Articles of Incorporation this 14th day of April, 1997.


Paula Villarreal

STATE OF FLORIDA

COUNTY OF POLK

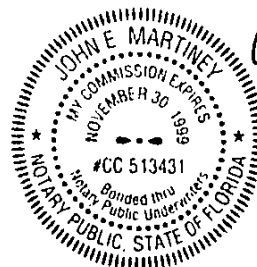
Before me a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared PAULA VILLARREAL to be known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above this.

14th day of April, 1997.

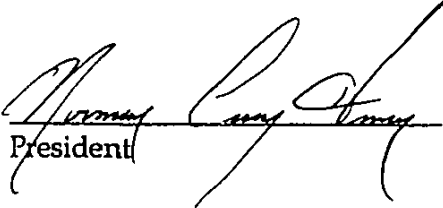
My commission expires:

November 30, 1999.

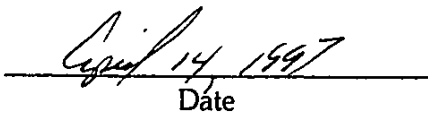


CERTIFICATE

The Amended/Restated Articles of Incorporation of Pasos Adelante, Inc. were duly adopted by the Board of Directors on March 10, 1997. The Restatement does not contain any amendment requiring members approval.



President



Date

DESIGNATION OF REGISTERED AGENT FOR SERVICE OF PROCESS

In pursuance of Florida Statutes 617, the following is submitted in compliance with said Act:

That Pasos Adelante, Inc., a not-for-profit corporation desiring to organize under the laws of the State of Florida with its principal place of business and office located at 2150 State Road 559, Wahneta, Florida 33880 as indicated in the Articles of Incorporation, at the city of Wahneta, County of Polk, State of Florida, has named Sister Paula Schwendinger, located at 2150 State Road 559, City of Wahneta, County of Polk, State of Florida, as its Agent to accept services of process within the State.

Board Member
TITLE:

April 14, 1997
DATE

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation as Agent, at place designated in this certificate. I HEREBY ACCEPT to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Sister Paula Schwendinger
BY: