

795000001963

Southwest United Community, Inc.
4771 Schank Court
Orlando, Florida 32811

Florida Department of State
Division of Corporations
P. O. Box 632
Tallahassee, Florida 32304

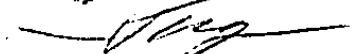
to Whom It May Concern:

It is the desire of the Board of Directors of the subject Corporation to have the certified copy of its Articles of Incorporation mailed to:

Mr. Ernest Page
4771 Schank Court
Orlando, Florida 32811

Thank you for your cooperation.

Respectfully yours,


Ernest Page

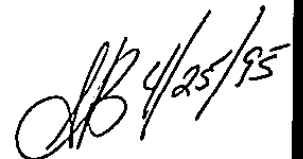
18 Apr 95

ENCLOSED IS A MONEY ORDER IN THE AMOUNT
OF \$1122.50.



FILED
95 APR 21 PM 4:15
TALLAHASSEE, FLA.

000001402340
-04/21/95-01059-003
***122.50 ***122.50

 4/25/95

EFFECTIVE DATE
4-18-95

ARTICLES OF A NON-PROFIT INCORPORATION
OF
Southwest United Communities, Inc.

FILED
95 APR 21 PM 4:17
CLERK OF THE STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Florida, do hereby adopt the following articles of Incorporation:

ARTICLE ONE

The name of the Corporation is:

Southwest United Communities, Inc., and the initial principal address of the corporation is: 4215 Tatun Street, Orlando, Florida 32811, and the name of its initial registered agent at such address is Shirley Smith.

ARTICLE TWO

Corporate Duration:

The duration of the Corporation is perpetual, unless dissolved according to law. The Corporate existence shall commence upon the date of subscription and acknowledgment (Notarization).

ARTICLE THREE

Purpose of Purposes

The general purposes for which the corporation is organized are Educational and charitable, more particularly;

- A. To lessen neighborhood tension; eliminate discrimination, and combat deterioration, by expanding the opportunities available members of minorities and low income groups, to improve themselves economically, to own, manage, operate and be employed in business enterprises; to further the development of locally operated business enterprises in economically underprivileged or depressed areas; to assist members of minority and low income groups and developing entrepreneurial and management skills necessary for the successful investment in or operation of business enterprises; and to assist members of such underprivileged groups in obtaining adequate financial support, education and training for the successful investment, ownership, management and operations and business enterprises. To further the development and ownership of new decent affordable housing by low and moderate income groups; to expand opportunities for members of minorities and low income groups to own, manage, and rehabilitate existing housing stock and economically underprivileged areas.

EFFECTIVE DATE

4-18-95

- B. To aid, support, and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific, literary or educational purposes, no part of the net earnings of which is used to the benefit of any private shareholder or individual and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation in such a manner that it would cause loss of tax exempt status under Section 501(3)(c) of the Internal Revenue code, as amended.
- C. Either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind such as corporations, associations, institutions, foundations, or governmental agencies, to do any and all lawful activities which may be necessary, useful or desirable for the furtherance and accomplishment of the foregoing purposes, including the actual operation, funding, or investment in such trades or businesses which are directly related to and in furtherance of the Corporation's exempt purposes, as expressed above, and to these ends the Corporation is formed for the purposes as well;
- (i.) To provide advise, support, credit, funds, capital, gifts and all other lawful forms of assistance, to or for use in business enterprises substantially owned or operated, or to be substantially owned or operated, by the Corporation or by members of minority and poverty groups;
 - (ii.) To furnish management, administrative support, training, education and assistance to members of such underprivileged groups in order to enable them to develop the necessary skills to successfully invest in, own, or operate business ventures;
 - (iii.) To encourage and assist members of such underprivileged groups to organize, create, acquire, obtain financing for, invest in, or own, manage and operate business enterprises;
 - (iv.) To obtain information and conduct research, studies and analyses, and prepare and publish reports, as to any and all matters, that may be of use in furthering the expansion of business enterprises, substantially owned or operated or to be substantially owned and operated by members of such underprivileged groups, including information, research, studies and analyses of markets, products, services, skills, sources of financing and any and all other matters;

- (v.) To conduct educational, training and other efforts to eliminate any prejudice and discrimination in the governmental sector or in the business and financial community and to foster the establishment of sound and constructive relationships between the governmental, business and financial community and members of such underprivileged groups seeking economic opportunities; and
- (vi.) To aid, support, and assist by gifts, contributions, loans, investment or other lawful forms of assistance other persons or organizations seeking to expand the opportunities for business investment, operation and ownership by members of such underprivileged groups in organizing, creating, acquiring, obtaining financing for, investing in, owning, managing and operating business enterprises.

D. In furtherance, but not limitation, of the foregoing purposes, the Corporation shall have the power and authority to;

- (i.) To receive and administer funds and contributions received by gift, deed, bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest, expend, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purposes above mentioned;
- (ii.) To borrow money and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, and other corporate obligations, for moneys borrowed, or in payment for property acquired or for any of the purposes of the Corporation, and to secure payment of any such obligation by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of or agreement in regard to all or any part of the property, rights or privileges of the Corporation; further,
- (iii.) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or mixed, tangible or intangible, all as the Corporation's Board of Directors shall deem advisable and as may be permitted by law;
- (iv.) To do all such other acts as are necessary or convenient to accomplish the objects and purposes herein set forth to the same extent and as fully as any natural person could or might do and as are not forbidden by law or by these Articles of Incorporation or by the Bylaws of the Corporation; and
- (v.) To have all powers that may be conferred upon not for profit corporations formed under the Laws of the State of Florida.

All of the foregoing purposes and powers and all other purposes and powers and all other purposes and powers in which the Corporation is permitted to engage in or have by the Certificate of Articles of Incorporation shall be exclusively for such public charitable and educational purposes as are within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 as it is currently and shall hereafter be in force and effect.

ARTICLE FOUR

No part of any net earnings of the corporation shall inure to the benefit of any member or individual and no member, director or officer of the Corporation shall receive any pecuniary benefit from the Corporation, except such reasonable compensation as may be allowed for services actually rendered to the Corporation; and no substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation in such a manner that it would cause loss of its tax exemption; nor shall it intervene in or participate in any political campaign on behalf of any candidate for public office; nor shall it influence the outcome of any specific public election, including any voter registration drive. Upon any dissolution of the Corporation, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, including its operations, after the payment of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used or distributed, subject to the order of the Courts of the State of Florida as provided by law, exclusively for purposes within the intensions of Section 501 (c)(3) of the Internal Revenue Code of 1954 as the same may be amended from time to time.

ARTICLE FIVE

In the event this Corporation shall become a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1954, as amended, then the corporation's incomes for each taxable year shall be distributed at such time and in such manner as not to subject it to tax under INTERNAL REVENUE CODE SECTION 4942, as amended, and the Corporation shall be prohibited from engaging in any act of self-dealing (AS DEFINED IN SECTION 4941(s)), from retaining any excess business holdings (AS DEFINED IN SECTION 4943(c)), from making any investments in such manner as to subject the Corporation to tax under section 4944, and from making any taxable expenditures (AS DEFINED IN SECTION 4945(s)) all sections of the Internal Revenue Code of 1954, as amended.

ARTICLE SIX

The Corporation is to be organized on a nonstock, certificate of membership basis. Such membership shall be non-redeemable, non-transferable and non-dividend bearing. Membership in the Corporation shall be free and open to all minority or low income residents of Orange County, Florida who are 18 years of age or older.

ARTICLE SEVEN

The affairs of the Corporation shall be managed by the Board of Directors who will be annually elected in February of each year. The Board of Directors shall appoint as officers of the Corporation, a president, vice-president, secretary and treasurer, all of who shall hold office until removed by the Board of Directors.

ARTICLE EIGHT

The number of persons constituting the first Board of Directors shall be not less than 13 nor more 27. The Directors were elected as outlined in the Bylaws of the Corporation. The name and address of each Director who is to serve as a member of the Initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Mildred Wilkerson (Lake Sunset Neighborhood Association)	2609 Lake Sunset Drive Orlando, Florida 32805
Abdul Suluki (Johnson Village Neighborhood Association)	1517 Culnyard Way Orlando, Florida 32805
Mary Daniels (Carver Shores Neighborhood Association)	5247 Botany Court Orlando, Florida 32811
Caaney Jackson (Richmond Heights/Estates Improvement Association)	2743 Ravenall Avenue Orlando, Florida 32811
Christopher A. Rouse (C & C Community Pharmacy)	2000 Banton Boulevard Orlando, Florida 32811
Shirley Smith	4215 Tatum Street Orlando, Florida 32811
Mavis K. Starke (Cross Roads Mission, Inc.)	3408 Waller Place Orlando, Florida 32805
Stella M. Lewis (Greater Washington Shores Homeowners Associations)	843 Wooden Boulevard Orlando, Florida 32805
Roland A. Baker, CM (Most Worshipful Prince Hall Lodge)	1119 Columbia Street Orlando, Florida 32811
Loretta Rucker	1881 Aaron Avenue Orlando, Florida 32811
Charlie J. Salter (Lake Mann Estates Neighborhood Association)	3464 Dorn-Fitz Court Orlando, Florida 32805
Barbara Brooks (Pizza Quik)	12012 Sula Street Orlando, Florida 32808
Willie Wiggins (Pletter Share Reload Shop)	1124 Columbia Street Orlando, Florida 32811

ARTICLE NINE

The Bylaws may be made, altered or rescinded by the majority vote of the Members at any meeting at which time a quorum is present. The Articles of Incorporation may be made, altered, or rescinded by a two-thirds vote of the Members of any meeting at which time a quorum is present. The Board of Directors also may make, amend or rescind the Bylaws or Articles of Incorporation by vote of a majority of all Directors but such making, amendment or rescission shall be valid only until the first meeting of Members held thereafter at which a quorum is present, when it shall become invalid unless such action is ratified by the Members, in the case of a Bylaw, by majority vote, and in the case of the Articles of Incorporation, by two-thirds vote.

ARTICLE TEN

The territory in which the operations of the corporation are principally to be conducted is Orange County Florida.

ARTICLE ELEVEN

In the event of dissolution, the residual 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 of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purpose.

ARTICLE TWELVE

The name and address of each incorporator is:

NAME

ADDRESS

SHirley Smith

4215 Tatum St., Orlando, FL.
32811

Gray A. Daniels

5247 Botany Ct. Del. Fl.
33811

Mildred L. Wilkerson

2609 Lake Sunset Dr. Orlando
32805

IN WITNESS THEREOF, the undersigned being the Incorporator(s) of this corporation have executed these Articles of Incorporation and accordingly have hereunto set our hands this 18th day of April 1995.

Signatures(s) of Incorporator(s)

Shirley Smith
Mary A. Daniels
Mildred L. Wilkerson

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Shirley Smith
Registered Agent

FILED
95 APR 21 PM 4:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Florida:
County of Orange:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized
in the State and County aforesaid to take acknowledgments, personally appeared

Shirley Smith + Melba K. Wilkerson

to me well known to be the persons described in the foregoing Articles of Incorporation as subscribers and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal at Orlando, Orange County, Florida, this 18th day of April, A.D., 1995

Mary A. Daniels
Notary Public, State of Florida

My commission expires:



N95000001963

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

N. HENDRICKS NOV 14 1996

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY *Jan* _____

WALK-IN
Will Pick Up 11/12/96 12:00

RE: The Southwest
United Communities
Inc.

C.C. FEE. DISBURSED

☐ Capital Express™	_____	_____
☐ Art. of Inc. File	_____	_____
☐ Corp. Record Search	_____	_____
☐ Ltd. Partnership File	_____	_____
☐ Foreign Corp. File	_____	_____
☒ () Cert. Copy(s)	_____	_____
☒ Art. of Amend. File	_____	_____
☐ Dissolution/Withdrawal	_____	_____
☐ C U S-	_____	_____
☐ Fictitious Name File	_____	_____
☐ Name Reservation	_____	_____
☐ Annual Report/Reinstatement	_____	_____
☐ Reg. Agent Service	_____	_____
☐ Document Filing	_____	_____
☐ Corporate Kit	_____	_____
☐ Vehicle Search	_____	_____
☐ Driving Record	_____	_____
☐ Document Retrieval	_____	_____
☐ UCC 1 or 3 File	_____	_____
☐ UCC 11 Search	_____	_____
☐ UCC 11 Retrieval	_____	_____
☐ File No.'s, _____ Copies	_____	_____
☐ Courier Service	_____	_____
☐ Shipping Handling	_____	_____
☐ Phone () _____	_____	_____
☐ Top Priority	_____	_____
☐ Express Mail Prop.	_____	_____
☐ FAX () _____ pgs.	_____	_____

SUBTOTALS _____

FEE.....	\$	96 NOV 14 11 59 AM '96
DISBURSED.....	\$	96 NOV 12 AM '96
SURCHARGE.....	\$	
TAX on corporate supplies.....	\$	
SUBTOTAL.....	\$	
PREPAID.....	\$	
BALANCE DUE.....	\$	

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 13, 1996

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: SOUTHWEST UNITED COMMUNITIES, INC.
Ref. Number: N95000001963

We have received your document for SOUTHWEST UNITED COMMUNITIES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 996A00051702

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

THE SOUTHWEST UNITED COMMUNITIES, INC.

FILED
96 NOV 14 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:

(a) ARTICLE I of the Articles of Incorporation is amended to read:

The name of the Corporation is:

Southwest Community Development Corporation, and the initial principal address of the corporation is: 4215 Tatum Street, Orlando, Florida 32811, and the name of its registered agent is Jacinta M. Mathis, MATHIS LAW FIRM, P.A., Studio Plaza, 5979 Vineland Road, Suite 216, Orlando, Florida 32819.

(b) ARTICLE III of the Articles of Incorporation is amended to include:

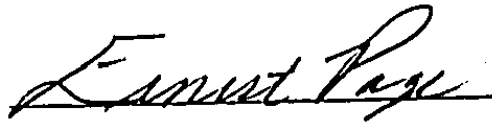
Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Revenue law.

(c) ARTICLE TWELVE is amended to reflect the signature of Jacinta M. Mathis as accepting the position of Registered Agent.

SECOND: The date of the adoption of the amendments was November 6, 1996.

THIRD: The amendments were adopted by the members and the number of votes cast for the amendments was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment in a manner and form sufficient to bind this 6th day of November, 1996.

A handwritten signature in cursive script, appearing to read "Ernest Page", written over a horizontal line.

ERNEST PAGE

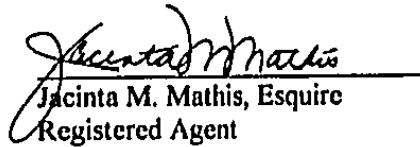
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

SOUTHWEST UNITED COMMUNITIES, INC., (the "Corporation") desiring to organize as a domestic Corporation or qualify under the laws of the State of Florida has named and designated Jacinta Mathis as its registered agent to accept service of process within the State of Florida with its registered office at Studio Plaza Building, 5979 Vineland Road, Suite 216, Orlando, Florida 32819.

ACKNOWLEDGMENT

Having been named Registered Agent for the Corporation at the place designed in this Certificate, I agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 7th day of November, 1996.


Jacinta M. Mathis, Esquire
Registered Agent

N95000001963

SOUTHWEST UNITED COMMUNITIES 4271 SCHANK COURT ORLANDO, FL 32011		63-8140/2631 3659607	204
DATE <u>4/25/97</u>			
PAY TO THE ORDER OF <u>Division of Corporation</u>		\$ <u>35.00</u>	
<u>Twenty-Five & 00/100</u>		DOLLARS	
MEMO <u>NAME Change</u>		<u>Ernest Page</u>	
ORLANDO FEDERAL CREDIT UNION 1117 S. WESTMORELAND DRIVE ORLANDO, FLORIDA 32801 PHONE (407) 423-7293			
⑆ 263 18 140 7⑆		3659607⑈ 0204	

RECEIVED
97 JUN 12 AM 7:00
DIVISION OF CORPORATIONS

500002218535--4
-06/20/97--01076--017
*****35.00 *****35.00

N95000001963
OK
288
6-12-97

APPROVED
JUN 12 1997

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

SOUTHWEST COMMUNITY DEVELOPMENT CORPORATION

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

THE AMENDMENT ADOPTED WAS A NAME CHANGE:
CHANGE THE NAME OF THE CORPORATION BACK TO
SOUTHWEST UNITED COMMUNITIES, INC."

SECOND: The date of adoption of the amendment(s) was: April 15, 1997

THIRD: Adoption of Amendment (CHECK ONE)

☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

SOUTHWEST COMMUNITY DEVELOPMENT CORPORATION
Corporation Name

Ernest Page, President
Signature of Chairman, Vice Chairman, President or other officer

ERNEST PAGE
Typed or printed name

PRESIDENT April 15, 1997
Title Date