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JAMES H. PRATT  
GEOFFREY D. WITHERS

N 92000000165  
January 1995

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-01/05/95--01031--008  
\*\*\*\*122.50 \*\*\*\*122.50

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

FILED  
96 JAN -5 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Financial Assistance in Transacting Home Ownership, Inc.,  
a non-profit corporation

Dear Sir:

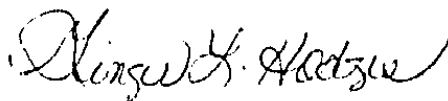
Enclosed please find the following:

1. Original and one copy of Articles of Incorporation of Financial Assistance in Transacting Home Ownership, Inc., a non-profit corporation; and
2. Check in the amount of \$122.50 representing the required fees as follows:

Filing fees	\$ 35.00
Certified copy	52.50
Registered Agent Designation	35.00.

If you should have any questions, please do not hesitate to contact me.

Sincerely yours,



Ginger L. Hodges  
Paralegal/Commercial Real Estate

Enclosures

1 CHECKED 1/10/95

**ARTICLES OF INCORPORATION  
OF  
FINANCIAL ASSISTANCE IN TRANSACTING HOME OWNERSHIP, INC.,  
A NON-PROFIT CORPORATION**

The undersigned, who is a citizen of the United States, desiring to form a non-profit corporation under Chapter 617 of the Not-For-Profit Corporation Law of the State of Florida hereby certify:

**ARTICLE I  
NAME**

The name of this non-profit corporation shall be:

**FINANCIAL ASSISTANCE IN TRANSACTING HOME OWNERSHIP, INC.**

**ARTICLE II  
PURPOSE**

This corporation is organized for the following purposes:

1. The general purposes for which the Corporation is organized are to provide for the relief of lower and moderate income persons and maintain a fund or funds or real or personal property, or both, and to use and apply the whole or any part of the income therefrom and the principal thereof for satisfying the primary housing needs of such persons and any other charitable purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.
2. The specific purpose for which the Corporation is organized is to acquire, or develop and construct, sell, own, operate and manage affordable housing projects to low and moderate income families and individuals.
3. Consistent with Section 2 of this Article, the Corporation is formed to achieve the following objectives and to carry on the following business: (a) to create a Corporation to acquire property in the United States and to operate same; (b) to enable financing of the acquisition and improvement of such projects with the assistance of mortgage insurance under the National Housing Act or other forms of grant or governmental assistance programs; (c) to provide and preserve decent, safe and affordable housing for low-income persons, the elderly and persons challenged by physical and mental handicaps; (d) to enter into, perform and carry out contracts of any kind necessary to, or in connection with, or incidental to, the accomplishment

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of the purposes of the Corporation, including expressly any contract or contracts with the Secretary of Housing and Urban Development which may be desirable to necessary to comply with the requirements of the National Act, as amended, and the regulations of the Secretary thereunder, relating to the regulation or restriction of mortgagors as to rents, sales, charges, capital structure, rate of return and methods of operation or to contract with other agencies of state, federal or local government for such purpose; (e) to acquire any property, real or personal, in fee or under lease, or any rights therein or appurtenant thereto, necessary for the acquisition, construction and operation of such project; and (f) to borrow money and issue evidence of indebtedness and to secure the same by mortgage, deed of trust, pledge or any other lien in furtherance of any or all of the objects of its business in connection with said project.

4. The Corporation shall have the power and authority to do and perform all things whatsoever set out above, and necessary or incidental to the accomplishment of said purposes. The Corporation, specifically and particularly, shall have the power and authority to enter into a Regulatory Agreement setting out the requirements of the Secretary of Housing and Urban Development.

5. The activities are conducted exclusively for charitable purposes, including the development, acquisition by purchase or gift, improvement, operation, management, promotion, funding, sale and preservation of these housing resources across the United States.

### **ARTICLE III** **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

369 N. New York Avenue, Suite 300  
Winter Park, Florida 32789.

The name of the initial registered agent of this corporation at that address is:

Scott D. Clark.

### **ARTICLE IV** **DURATION**

This corporation shall exist perpetually, commencing on the date of filing of these Articles with the Department of State.

**ARTICLE V**  
**INCORPORATOR**

The name and address of the person signing these Articles is:

Scott D. Clark  
369 N. New York Avenue, Suite 300  
Winter Park, Florida 32789.

**ARTICLE VI**  
**OFFICERS**

The affairs of the Corporation shall be managed by officers as follows: a President, Vice President, a Secretary and a Treasurer.

The following officers shall serve under the Articles of Incorporation until the first election is held:

Kenneth Lawrence White    President.

Officers shall be chosen annually by the Board of Directors.

**ARTICLE VII**  
**DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial Director of this corporation is as follows:

Kenneth Lawrence White  
257 Plaza Drive, Unit D  
Oviedo, Florida 32765.

**ARTICLE VIII**  
**LIMITATIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Article II hereof. 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, 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 Section 501(c)(3) of the Internal Revenue Code of 1986 for the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

#### **ARTICLE IX** **DISSOLUTION**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or specific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. 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.

#### **ARTICLE X** **BYLAWS**

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

#### **ARTICLE XI** **AMENDMENT**

This non-profit corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto. Said amendment shall be approved by a two-thirds (2/3) majority vote of the Directors. No amendment shall be allowed which would in any way jeopardize the corporation's tax exemption under Section 501 of the 1986 Internal Revenue Code or its successors.

**ARTICLE XII**  
**POWERS**

This non-profit corporation shall have all the powers and be subject to all the limitations set forth in the Florida Statutes.

**ARTICLE XIII**  
**PRINCIPAL OFFICE**

The principal office of the corporation shall be at 757 Plaza Drive, Unit D, Oviedo, Florida 32765, or at such other location as may be designated from time to time by the Directors.

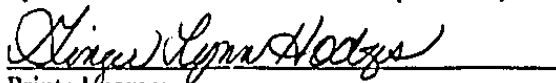
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of January, 1996.



\_\_\_\_\_  
Scott D. Clark,  
Subscriber

**STATE OF FLORIDA**  
**COUNTY OF ORANGE**

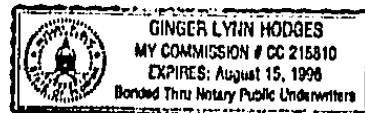
The foregoing instrument was acknowledged before me this 2nd day of January, 1996, by **SCOTT D. CLARK**, who is personally known to me.

  
\_\_\_\_\_  
Printed name: \_\_\_\_\_

Notary Public-State of Florida at Large

Commission Number: \_\_\_\_\_

My Commission expires: \_\_\_\_\_



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **FINANCIAL ASSISTANCE IN TRANSACTING HOME OWNERSHIP, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, has named **Scott D. Clark**, located at 369 N. New York Avenue, City of Winter Park, County of Orange, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

DATED: January 2, 1996.

  
\_\_\_\_\_  
Scott D. Clark

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CLERK OF STATE  
TALLAHASSEE, FLORIDA