

**N96 000000 982**

**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 \$ \_\_\_\_\_

*w96-4079  
 ft 2/23/96*

REQUEST TAKEN CONFIRMED APPROVED  
 DATE \_\_\_\_\_  
 TIME me CK No. \_\_\_\_\_  
 BY \_\_\_\_\_

WALK-IN 2/22 \$3.00  
 Will Pick Up

RE: Higher Horizontal  
Corp

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

- ☒ 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.

500001721776  
 -02/22/96--01029--005  
 \*\*\*\*\*122.50 \*\*\*\*\*122.50

SUBTOTALS \_\_\_\_\_

FEE.....	
DISBURSED.....	
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

RECEIVED  
 96 FEB 22 PM 1:11  
 DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 22, 1996

CAPITAL CONNECTION, INC.  
P O BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: HIGHER HORIZONS CORP.  
Ref. Number: W96000004079

We have received your document for HIGHER HORIZONS CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

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) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 796A00007859

RECEIVED  
96 FEB 23 PM 2:08  
DIVISION OF CORPORATIONS

*CORRECTED*

ARTICLES OF INCORPORATION  
OF  
HIGHER HORIZONS CORP.

**FILED**  
96 FEB 23 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, each a natural person competent to contract, hereby associate themselves together to form a corporation, not for profit for the purpose of conducting their business and promoting the purposes hereinafter stated under the provisions Chapter 617 of the Florida Statutes and for these purposes to adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be HIGHER HORIZONS CORP. ("Corporation").

ARTICLE II

PURPOSE

This not-for-profit corporation is organized for the following purposes:

- A. to develop a training organization to teach community members skills in business operations of all kinds, including product development, product marketing and the import and export of such products and other goods and to carry on such business operations
- B. to offer educational programs to the community and thereby develop, through the organization, both a job bank and skills bank.
- C. to develop, within the organization, the expertise required for the development and construction of affordable housing and the renovation of existing housing in need of rehabilitation, including housing for the elderly and disabled and to carry on such development, construction and renovation.

D. The Corporation is organized and shall be operated exclusively for purposes for which a corporation not-for-profit may be formed under the laws of the State of Florida, the purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (hereinafter the "Code") and the Regulations thereunder, and not for pecuniary profit or financial gain.

E. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster, or attain any of such purposes.

F. Notwithstanding anything herein to the contrary, the Corporation may exercise and any all, but no other, powers as are in furtherance of the exempt purposes of organization set forth in Section 501(c)(3) of the Code and its Regulations as the same now exists, or as they may be hereafter amended from time to time.

### ARTICLE III

#### CORPORATE OFFICE

Both the principal office of the Corporation and its mailing address is 21330 S.W. 120 Avenue, Goulds, Florida 33110. The location may be changed from time to time to such place within the State of Florida as the Board of Directors may determine.

## ARTICLE IV

### POWERS AND LIMITATIONS OF POWERS

#### A. Powers. The Corporation shall have the power:

(1) To own, acquire, convey, exchange, lease, mortgage, encumber, transfer upon trust, or otherwise dispose of, all property, real or personal; to borrow money, contract debts, and issue bonds, notes and debentures and to secure the payment or performance of its obligations.

(2) To act as trustee of property whenever the Corporation has either a beneficial, contingent or remainder interest in that property, and to hold the legal title to property, the beneficial interest of which is owned by any other charitable institution or non-profit corporation or religious society or association.

(3) To receive property by gift, devise, or bequest, subject to the laws regulating the transfer of property by will or trusts, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations.

(4) To enter into contracts with any person, firm, association, corporation, municipality, county, state, nation or other body politic, or with any colony, dependency, or agency of any of the foregoing.

(5) To conduct any and all fund raising efforts and campaigns deemed necessary, including mail campaigns, appeals through mass media, distribution of literature and other programs.

(6) To perform every act necessary or proper for the accomplishment of the objects and purposes of the Corporation for the protection and benefit of the Corporation.

**B. Limitation of Powers.** Notwithstanding any of the powers of this Corporation through its Articles of Incorporation, Bylaws or the laws of the State of Florida, the following limitations of powers shall apply:

(1) This Corporation is organized and shall be operated exclusively for the purpose contained in Article II of these Articles of Incorporation.

(2) No part of the income or principal of the Corporation shall inure to the benefit of or be distributed to any member, director or officer of the Corporation, or any other private individual in such fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c) of the Code. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

(3) In the event of the complete or partial liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member, director or officer shall be entitled to any distribution or division of the Corporation's property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by law, exclusive for the purposes within those hereinabove set forth and within the intent of Section 501(c)(3) of the Code and its Regulations as the same now exists or as they may be hereafter amended from time to time.

## ARTICLE V

### QUALIFICATION OF MEMBERS

The initial members of this Corporation shall include the first Board of Directors. Thereafter, persons who shall be interested in furthering the purposes of the Corporation through participation in the activities of the Corporation shall be eligible for membership in accordance with the terms and provisions of the Bylaws.

## ARTICLE VI

### TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved according to law.

## ARTICLE VII

### INCORPORATORS

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

Joseph Blonsky

201 Alhambra Circle, Suite 1200  
Coral Gables, Florida 33134

## ARTICLE VIII

### OFFICERS

The affairs of this Corporation shall be managed by an Executive Director, a Secretary, a Treasurer and such other officers or assistant officers as may be necessary. Any two or more offices may be held by the same person. The officers shall be elected annual by the Board of Directors at such time and in such manner as shall be provided by the Bylaws.

## ARTICLE IX

### BOARD OF DIRECTORS

The Corporation shall be managed by a Board of Directors to be not less than three members; but it may be comprised of any number in excess thereof. The Directors shall be elected annually. The initial Board of Directors, who are to serve until the first election thereof, are:

Rev. Emanuel Harris	9880 Palmetto Club Drive Miami, Florida 33157
Richard Dansoh	2800 Biscayne Blvd., Suite 900 Miami, Florida 33137
Thomas D. Wilson	FAU-FIU Joint Center for Environmental and Urban Problems University Park Campus TC34, Room 121 Miami, Florida 33199

## ARTICLE X

### REGISTERED AGENT

The initial registered office of the Corporation is 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134, and the initial registered agent of the Corporation at that address is Joseph Blonsky.

## ARTICLE XI

### AMENDMENT OF ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended in the following manner: A proposal to amend may be made to the Board of Directors by any member and upon approval of said amendment by a two-thirds vote by the Board of Directors, shall be presented to the members



at any regular meeting or special meeting called for that purpose. The amendment shall be adopted by a majority vote of the members present and voting at such meeting.

## ARTICLE XII

### DISSOLUTION AND LIQUIDATION

This Corporation may be dissolved by the Board of Directors by two-thirds vote of the members present at a meeting held for such purposes. Upon the dissolution of the Corporation, the Board of Directors shall, after making provisions for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purpose or purposes not inconsistent with the purposes for which the Corporation is organized.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of the Corporation, has set his hand and seal this 21 day of February, 1996.

  
\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

STATE OF FLORIDA     )  
                                  ) :ss  
COUNTY OF DADE     )

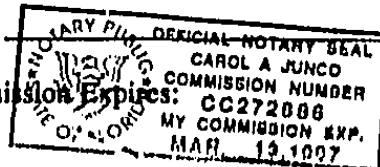
The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of February, 1996  
by Joseph Blonsky, ☒ who is/are personally known to me or ☐ who has/have produced  
\_\_\_\_\_ as identification.



Notary Public, STATE OF FLORIDA

Print name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_



**CERTIFICATE DESIGNATING RESIDENT AGENT  
AND REGISTERED OFFICE**

**FILED**

96 FEB 23 PM 3:34

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

**DESIGNATION**

HIGHER HORIZONS CORP. , desiring to organize under the laws of the State of Florida, hereby designates Joseph Blonsky its registered agent and 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 as its registered office.

**ACCEPTANCE**

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

  
\_\_\_\_\_  
JOSEPH BLONSKY  
(Registered Agent)