

N96000002207

TODD A. STERZOY  
Holland and Knight

(Requestor's Name)  
315 South Calhoun Street Suite 600  
(Address)  
Tallahassee, Florida 32302  
(City, State, Zip) (Phone #)

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-04/24/96--01001--026  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

OFFICE USE ONLY

100001791811  
-04/24/96--01001--027  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Millennium Project, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 4-23-96  
4:30  
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certified Copy  
☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA

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Examiner's Initials

ARTICLES OF INCORPORATION OF THE MILLENNIUM PROJECT, INC.  
A FLORIDA NOT FOR PROFIT CORPORATION

The undersigned person, acting as an incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for the corporation:

ARTICLE I

NAME

The name of the corporation shall be the Millennium Project, Inc. (the "Millennium Project").

ARTICLE II

PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS

The principle place of business and the mailing address of the Millennium Project shall be 117 1/2 South Monroe Street, Suite 5, Tallahassee, Leon County, Florida 32301.

ARTICLE III

DURATION

The operation of the Millennium Project shall commence on the date of the filing of the articles of incorporation and will cease not later than January 1, 2000, after which the board of directors shall have the sole power and authority to wind up the affairs of the Millennium Project.

ARTICLE IV

PURPOSES

The Millennium Project is a not for profit corporation. The purposes for which the Millennium Project is organized are the following:

(a) The specific and primary purposes for which the Millennium Project is formed are to operate for the advancement of charity and education and for other charitable purposes, by the distribution of its funds for those purposes and other means, and particularly to accomplish the following goals:

(1) Promote the idea that every family deserves the right to live in safe, decent, and affordable housing;

(2) Aim to assure quality housing for at least 2,000 additional low- and very low-income families in the local community by January 1, 2000 through rehabilitating existing substandard homes, providing rental assistance, and placing families in new homes;

(3) Reach out to the local community in order to expand on-going affordable housing programs through a collaborative public-private initiative involving business, government, religious, civic, and educational institutions;

(4) Generate information documenting the housing needs of low-income persons residing in Leon County, identify sources of available funding, and share this information with the general community;

(5) Serve as a clearing-house by providing information and referrals on low-income housing, distributing information on energy efficiency to the low-income families participating in the housing programs, publishing newsletters to keep community partners informed of progress towards the goals of the corporation, and keeping the media aware of the corporation's progress.

(b) The general purposes for which the Millennium Project is formed are to operate exclusively for charitable and educational purposes which will qualify the corporation as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for these purposes, the making of distributions to organizations which qualify as tax exempt organizations under that Code.

(c) The Millennium Project shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall the Millennium Project participate or intervene (by publication or distribution of any statements otherwise) in any political campaign on behalf of any candidate for public office.

#### ARTICLE V

##### BOARD OF DIRECTORS

The powers of the Millennium Project shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors on the board shall be eleven (11); provided, however, that the number may be changed by a bylaw duly adopted pursuant to the bylaws of the Millennium Project.

The manner in which the directors are elected or appointed shall be stated in the bylaws. The incorporators shall appoint and designate the initial members of the board of directors who shall hold office until the first meeting of members at which time an election of directors shall be held.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to an action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and addresses of the persons who are to serve as the initial directors are:

Leah Carter	315 South Calhoun Street, 2nd Floor, Tallahassee, Florida 32301
Patti Ketcham	1219 1/2 Miccosukee Road, Tallahassee, Florida 32308
Ken Armstrong	307 East 7th Avenue, Tallahassee, Florida 32303
Lee Breyer	2620 West Tennessee Street, Suite 5, Tallahassee, Florida 32304
Martha Williams	121 South Whetherbine Way, Tallahassee, Florida 32301

Curtis H. Taylor	923 Old Bainbridge Road, Tallahassee, Florida 32303
Russ McGregor	3102 Ortega Drive, Tallahassee, Florida 32312
Ted Thomas	2030 Thomasville Road, Suite 3B, Tallahassee, Florida 32312-3300
Dick Saltford	8577 Mahan Drive, Tallahassee, Florida 32308-9696
Bill Moeller	930 West Park Avenue, Tallahassee, Florida 32307
James M. Ervin, Jr.	315 South Calhoun Street, Suite 600, Tallahassee, Florida 32301
Robert Reister	7594 Skipper Lane, Tallahassee, Florida 32311
Rosemary F. Gallagher	1214 Waverly Road, Tallahassee, Florida 32312
Cliff Thael	117 1/2 South Monroe Street, Tallahassee, Florida 32301.

#### ARTICLE VI

#### MEMBERSHIP

The Millennium Project shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the Millennium Project, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be regulated in the bylaws.

The incorporators may appoint and designate initial members of the corporation who shall have the same rights and privileges as all other members.

#### ARTICLE VII

##### OFFICERS

The board of directors shall elect any officer or officers which the bylaws of the Millennium Project authorize the directors to elect. Until that election is held, the incorporators shall appoint any officer or officers which the bylaws of the Millennium Project authorize.

#### ARTICLE VIII

##### LIMITATION OF CORPORATE POWERS

The corporate powers of the Millennium Project are as provided in Section 617.0302 of the Florida Statutes, unless limited by the bylaws.

#### ARTICLE IX

##### BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act of Florida, as set forth in Chapter 617 of the Florida Statutes, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of the Millennium Project may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

#### ARTICLE X

##### CORPORATION PROPERTY

The property of the Millennium Project is irrevocably dedicated to charitable and education purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

#### ARTICLE XI

##### WINDING UP

On the dissolution or winding up of the Millennium Project, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) if the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE XII

##### AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two thirds of a quorum of members of the Millennium Project.

#### ARTICLE XIII

##### INITIAL REGISTERED AGENT AND STREET ADDRESS


The name and the street of the initial registered agent is James M. Ervin, Jr., 315 South Calhoun Street, Suite 600, Tallahassee, Florida 32301.

ARTICLE XIV  
INCORPORATORS

The name and street address of the incorporator is Cliff Thael, 117 1/2 South Monroe Street, Suite 5, Tallahassee, Florida 32301.

The undersigned incorporator has executed these articles of incorporation this 23<sup>rd</sup> day April, 1996.

Signature of the Incorporator

A handwritten signature in cursive script, appearing to read "Cliff Thael", is written over a horizontal line.

Cliff Thael

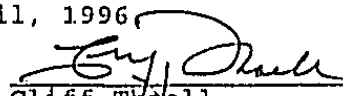
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

CERTIFICATE DESIGNATING RESIDENT AGENT AND  
FOR SERVICE OF PROCESS

Pursuant to the provisions of Section 617.0501, Florida Statutes, the following is submitted in compliance with the law:

The Millennium Project, Inc., desiring to organize as a not for profit corporation, organized under the laws of the State of Florida, with its principle office in the City of Tallahassee, County of Leon, Florida, has named James M. Ervin, Jr., located at 315 South Calhoun Street, Suite 600, Tallahassee, Florida 32301, as its agent to accept service of process within this state.

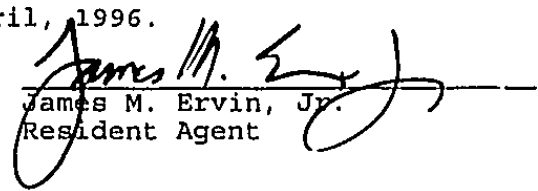
Signed on the 23<sup>rd</sup> day of April, 1996.

  
Cliff Thael  
Incorporator

ACCEPTANCE OF APPOINTMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501, Florida Statutes.

Signed on the 23<sup>d</sup> day of April, 1996.

  
James M. Ervin, Jr.  
Resident Agent

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