

N96 00000 2716

Jeffrey P. Dollinger, Esquire
c/o Scruggs & Crummett P.A.
Requestor's Name

P.O. Box 23109
Address

Gainesville, FL 32602
City/State/Zip Phone #

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

EFFECTIVE DATE

5-14-96

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
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<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
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F. CHESNER MAY 22 1996
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MAY 15 PM 3:31
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5-14-76
ARTICLES OF INCORPORATION
OF
SUNSET APARTMENTS, INC.,
a Florida Not For Profit Corporation

These articles of incorporation are filed pursuant to the Florida Not For Profit Corporation Act as enacted on the date signed below, and these articles are signed by the incorporator who would state:

Article One - Corporate Name

The name of this corporation shall be SUNSET APARTMENTS, INC.

Article Two - Corporate Principal Office

The principal corporate office shall be located at 1900 S.E. 4th Street, Gainesville, Florida 32601, and the mailing address shall be the P.O. Box 1468, Gainesville, Florida 32602.

Article Three - Corporate Purpose

This not for profit corporation is organized for the purpose of owning a multi-family housing project commonly known by the name Sunset Apartments located in Gainesville, Florida being identified with the U.S. Department of Housing and Urban Development and/or the Federal Housing Administration as Project No. 063-44006, consisting of 40 apartment units, which project is eligible for benefits under the Low Income Housing Preservation and Homeownership Act of 1990, as amended ("LIHPHA").

Article Four - Corporate Directorship

There shall be three Directors of this corporation and the method of the election of the directors shall be stated in the bylaws.

The initial Directors shall be:

1. Winston J. Bradley
1101 N.E. 20th Place
Gainesville, Florida 32609
2. Norm Bowman
City Hall, City of Gainesville
East University Avenue
P.O. Box 490
Gainesville, Florida 32602
3. reserved for tenant representative.

All corporate powers shall be exercised by or under the authority of its board of directors. All directors shall be compensated as approved by the Board of Directors and shall be reimbursed for corporate expenses paid. Winston J. Bradley shall serve as the initial Chairperson of the Board.

Article Five - Corporate Membership

This corporation shall not have any members and shall not issue any certificates of membership.

Article Six - Corporate Powers and Dissolution

The corporate powers of this corporation shall be limited as required for this corporation to comply with the requirements set forth in the Florida Not For Profit Corporation Act or in 26 U.S.C. §501(c)(3). In the event of dissolution of this corporation, the residual assets of this corporation shall be distributed to one or more organizations which themselves qualify under 26 U.S.C. §501(c)(3) or to a Federal, State, or local governmental unit for

exclusive public purpose.

Article Seven - Bylaws

The directors of this corporation shall draft and adopt bylaws not inconsistent with these articles, the Florida Not For Profit Corporation Act, or 26 U.S.C. §501(c)(3).

Article Eight - Corporate Income and Assets

This corporation shall not pay a dividend, and shall not distribute any part of its income, profit, or assets to its directors or to any person residing at the corporate property known as the Sunset Apartments.

Article Nine - Registered Agent

The initial registered office of this corporation shall be located at 1900 Southeast 4th Street, Gainesville, Florida 32601, and the initial registered agent shall be John E. Cherry. The acceptance by the registered agent of this appointment is set forth at the end of these articles.

Article Ten - Incorporator

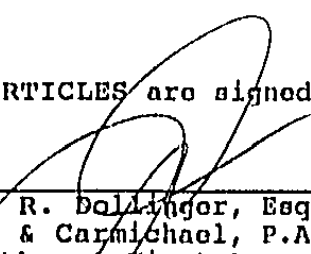
The incorporator shall be Jeffrey R. Dollinger, Esquire of Scruggs & Carmichael, P.A., One Southeast 1st Avenue, Gainesville, Florida 32601.

Article Eleven - Date of Incorporation

The corporate existence shall begin on the date these articles are signed as set forth below, unless these articles are filed with the Florida Department of State more than five business days

Florida Department of State more than five business days thereafter, and in the latter case, the corporate existence shall begin on the date of filing.

THESE ARTICLES are signed this 14th day of May, 1996 by:


Jeffroy R. Bollinger, Esquire, as Incorporator
Scruggs & Carmichael, P.A.
One Southeast First Avenue
Gainesville, Florida 32601
telephone 352-376-5242
facsimile 852-375-0690


DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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Acceptance of Resident Agent Designation

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated above, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


John E. Cherry, Registered Agent

5-14-96
date signed

N96000002716

Michael Glantz

Requestor's Name

824 Governors Dr

Address

Tully

City/State/Zip

877-3706

Phone #

7000001931577
-03/26/96--01005--023
*****35.00 *****35.00

Office Use Only

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

1. Songel Apartments, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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56 AUG 26 PM 3:46 95 AUG 26 AM 10:00
SECRETARY OF STATE DIVISION OF CORPORATION
TALLAHASSEE FLORIDA

726
Amend

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST AMENDMENT TO THE

ARTICLES OF INCORPORATION OF

- SUNSET APARTMENTS, INC.,**
California Not For Profit Corporation

This organization is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

federal tax code.

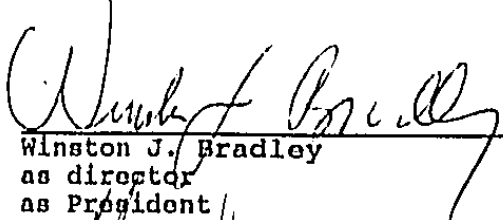
shall inure to the benefit of, to be distributable to its members, trustees, officers or other private persons, except that this organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 provision of this document, this organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contribution to which are deductible under section 170(c) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The corporate powers of this corporation shall be limited as required for this corporation to comply with the requirements set forth in the Florida Not For Profit Corporation Act or in 26 U.S.C. §501(c)(3). These Articles of Incorporation may be amended from time to

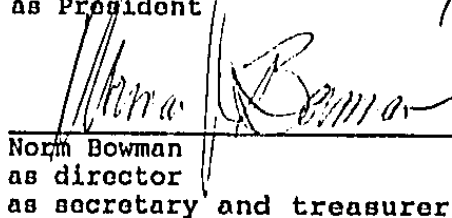
time by a majority vote of all Directors then serving.

THIS FIRST AMENDMENT TO THE ARTICLES OF INCORPORATION are signed

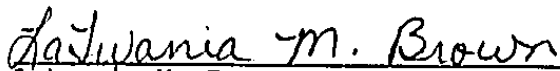
this 22 day of August, 1996 by:


Winston J. Bradley
as director
as President

8/22/96
date signed


Norm Bowman
as director
as secretary and treasurer

8-22-96
date signed


Latwania M. Brown
as Tenant Representative
as director
as vice-president

8-21-96
date signed

The date of the adoption of the amendment was August 22, 1996.
There are no members or members entitled to vote on the amendment.
The amendment was adopted by the board of directors.

196000002716

LAW OFFICES
SCRUGGS & CARMICHAEL, P.A.
1 S. E. FIRST AVENUE 32001
POST OFFICE BOX 32100 32002
GAINESVILLE, FLORIDA

TELEPHONE (352) 378-8242
FAX (352) 378-0880
DOWNTOWN OFFICE

MITZI COCKRELL AUSTIN
JEFFERSON M. CHAMBERLAIN, LL.M.
STEVEN M. CHAMBERLAIN, LL.M.
MARY DAY COHEN
STAN CUSHMAN
KEVIN DALY
PHILIP A. DELANEY
JEFFREY R. DOLLINGER
RAYMOND M. IVBY
JAMES O. LARCHE, JR.
MARILYN F. PETERSON
JOHN F. ROSCOW, III
JOHN G. STINSON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNEE A. SCRUGGS
1990 - 1993
JAMES M. CARMICHAEL
1990 - 1994
WILLIAM D. FRIDGREN
1993 - 1995
MICHELLE VAUGHNS
1998 - 1999

RETIREE
RAY D. HELPLING
WILLIAM N. LONG

OF COUNSEL
WILLIAM G. ANDREWS

September 25, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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*****35.00 - 35**

RE: SUNSET APARTMENTS, INC.

Gentlemen:

Enclosed is an Original and one copy of Second Amendment to the Articles of Incorporation for the above corporations. Please file the original Articles and return to me one certified copy of each. I am enclosing our firm check in the amount of \$35.00 for filing.

Your prompt attention in this matter would be appreciated.

Sincerely,

Linda J. Maricle

Linda J. Maricle

Secretary

for: Jeffrey R. Dollinger, Esquire

/lm

Enclosure

Amend

VS UCI 3 1996

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96 SEP 26 AM 11:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECOND ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
SUNSET APARTMENTS, INC.,
a Florida Not For Profit Corporation

Pursuant to the provisions of §607.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following second articles of amendment to the articles of incorporation of this corporation, and

FIRST: the following amendment is adopted:

1. Article Six - Corporate Powers and Dissolution as originally filed and as amended in the First Amendment to the Articles of Incorporation is hereby deleted in its entirety.
2. Article Six - Corporate Powers and Dissolution is hereby amended to read as follows:

Article Six - Corporate Powers and Dissolution

This organization is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of this organization shall inure to the benefit of, to be distributable to its members, trustees, officers or other private persons, except that this organization 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 the purpose clause hereof. No substantial part of

the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 provision of this document, this organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contribution to which are deductible under section 170(c) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

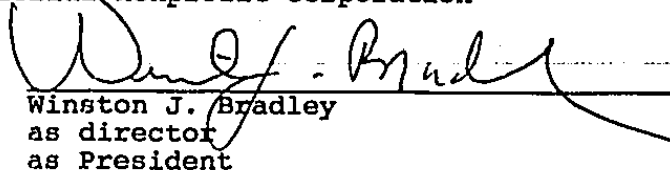
The corporate powers of this corporation shall be limited as required for this corporation to comply with the requirements set forth in the Florida Not For Profit Corporation Act or in 26 U.S.C. §501(c)(3). These Articles of Incorporation may be amended from time to time by a majority vote of all Directors then serving.

SECOND: The date of adoption of the amendment was September 24, 1996.

THIRD: There are no members of this nonprofit corporation or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

SUNSET APARTMENTS, INC.,
a Florida nonprofit corporation

BY:


Winston J. Bradley
as director
as President

9/25/96
date signed

(signatures continued on next page)

BY:

Norm Bowman
Norm Bowman
as director
as secretary and treasurer

9-24-96
date signed

BY:

Latwania M. Brown
Latwania M. Brown
as Tenant Representative
as director
as vice president

9-25-96
date signed

96-564\2ndA-AOI.SA