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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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OFFICE USE ONLY

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

1. [REDACTED]
(Corporation Name) (Document #)
2. [REDACTED]
(Corporation Name) (Document #)
3. DGA - Central Residence Corporation
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time

7-5-96
2:00

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	AMENDMENTS
☐ Profit	☐ Amendment
☒ NonProfit	Resignation of R.A., Officer/Director
☐ Limited Liability	Change of Registered Agent
☐ Domestication	Dissolution/Withdrawal
☐ Other	☐ Merger

OTHER FILINGS	REGISTRATION/ QUALIFICATION
☐ Annual Report	☐ Foreign
☐ Fictitious Name	☐ Limited Partnership
☐ Name Reservation	☐ Reinstatement
	Trademark
	☐ Other

Examiner's Initials

7/5/96

ARTICLES OF INCORPORATION
OF

DGA-CENTRAL RESIDENCE CORPORATION,
A FLORIDA NOT-FOR-PROFIT CORPORATION

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A

The undersigned incorporator signs and delivers these Articles of Incorporation in order to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I. NAME.

The name of this corporation is:

DGA-CENTRAL RESIDENCE CORPORATION

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS.

The address of the principal office and the mailing address of the Corporation is:

2730 S.W. 3rd Avenue, Suite 202
Miami, Florida 33139

ARTICLE III. PURPOSES.

A. This corporation is organized and shall operate exclusively for educational, cultural, charitable and scientific purposes. The primary purpose of the corporation is to own, construct, and develop affordable housing for families of modest means. The purposes of the corporation shall however, be limited in all events to exempt purposes described in Section 501(c) (3) of the Internal Revenue Code of 1986 as amended. Furthermore, this corporation may engage in only activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt purposes. In

furtherance of its exempt purposes the corporation may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on exempt activities.

B. As a means and incidental to accomplishing the purposes for which this corporation is being operated, the Corporation is empowered:

(1) To buy, own, sell, assign, acquire, mortgage, or lease any interest in real estate and personal property and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment or the purposes for which the corporation was formed, but solely in connection with the project assisted under Section 236 of the National Housing Act, as amended.

(2) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.

(3) To do and perform all acts reasonable necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Secretary of Housing and Urban Development, and such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of rental assistance under Section 236 of the National Housing Act, as amended. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the Corporation, its successors and assigns so long as a mortgage on the Corporation's property is insured or held by the Secretary or for the period of time the property is encumbered by a use agreement under Title VI of the Low Income Housing Preservation and Resident Homeownership Act of 1990.

(4) In general, to exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes herein above set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the Corporation, subject to such limitations as are or may be prescribed by law.

C. In the event of any conflict between the provisions of these Articles of Incorporation and the provisions of the Use Agreement and Regulatory Agreement executed by the Corporation with the Secretary of HUD, the provisions of the Use Agreement and Regulatory Agreement shall govern control.

D. So long as a mortgage on the corporation's property is insured or held by HUD, or the Use Agreement remains in effect, these Articles of Incorporation may not be amended without the prior written approval of the Secretary of HUD.

E. Notwithstanding anything herein to the contrary, this corporation may exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c) (3) of the Internal Revenue Code of 1986, as amended and its Regulations as the same now exist, or as they may be hereafter amended from time to time.

F. No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any director or officer of the corporation or any other private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c) (3) of the Internal Revenue Code of 1986, as amended. 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.

G. No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

H. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, 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, exclusively to one or more organizations then described in Sections 501(c)(3)

and 509(a)(1) or 509(a) (2) of the Internal Revenue Code of 1986, as amended, or to the federal, state or local government for exclusively public purposes.

ARTICLE IV. TERM OF EXISTENCE.

The existence of the Corporation shall be perpetual or for a period of time which does not expire before the maturity date of the insured mortgage.

ARTICLE V. DIRECTORS.

Directors of the Corporation shall be elected as provided in the Bylaws. All corporate powers shall be exercised by or under affairs of the corporation shall be the authority of, and the affairs of the corporation shall be managed under the direction of, the Directors of the corporation. The directors shall have the sole voting power.

ARTICLE VI. REGISTERED AGENT.

The name and address of the registered agent of the corporation is:

Name

Address

Lynn C. Washington

701 Brickell Avenue, Suite 3000
Miami, Florida 33131

ARTICLE VII. INCORPORATOR.

The name and address of the incorporator of the corporation is:

Name

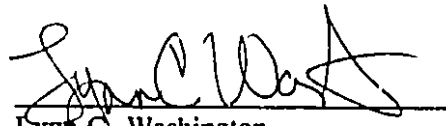
Address

Lynn C. Washington

701 Brickell Avenue, Suite 3000
Miami, Florida 33131

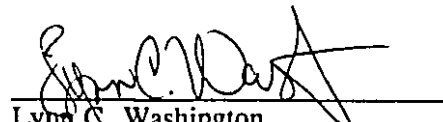
Executed this 3 day of July, 1996.

Incorporator:


Lynn C. Washington

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **DGA-CENTRAL RESIDENCE CORPORATION**, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 617.023.


Lynn C. Washington

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