

**CORPORATE
ACCESS,
INC.**

N96000004925

1116-D Thoniasville Road, Mount Vernon Square, Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666, Fax (904) 222-1666

WALK IN

PICK UP

9/23/96 4:00 PM *dfg*

☒ **CERTIFIED COPY**

CUS

PHOTO COPY

☒ **FILING**

Articles

1.) Jacksonville Affordable Mortgages, Inc

(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

6000001953766
-09/23/96--01029--018
***122.50 ***122.50

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
96 SEP 23 PM 2 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

me SEP 23 1996

ARTICLES OF INCORPORATION
OF
JACKSONVILLE AFFORDABLE MORTGAGES, INC.
a Corporation Not for Profit
Organized Under Chapter 617, Florida Statutes

RECEIVED
JACKSONVILLE
FLORIDA

55 SEP 23 PM 2:09

FILED

ARTICLE 1
Name

The name of the corporation shall be "Jacksonville Affordable Mortgages, Inc.".

ARTICLE 2
Location

The initial address of the principal office of the Corporation shall be:

First Floor, Enterprise Tower
225 Water Street
Jacksonville, Florida 32202

The mailing address of the Corporation shall be:

Post Office Box 47375
Jacksonville, Florida 32247

ARTICLE 3
Purpose

The purposes for which the Corporation is organized, and the general nature of the objectives of the Corporation are, as follows:

3.1 To provide services related to obtaining affordable home financing for low income families and individuals in the geographical area of Duval County and the adjacent counties of Clay, St. Johns, Nassau and Baker Counties, Florida, thereby (i) providing relief to the poor and the underprivileged in those communities; (ii) combating community deterioration by encouraging individual home ownership and redevelopment in declining neighborhoods; and (iii) reducing potential areas of tension or conflict in those communities by providing affordable mortgage financing to those who may be unable to otherwise obtain adequate housing because of local discrimination.

3.2 To provide mortgage brokerage services under Florida law, and to obtain and maintain all licenses and permits for such purpose as may be required or useful

from state and local authorities having jurisdiction in the premises.

3.3 To buy, hold, sell, convey, mortgage, pledge, lease or otherwise dispose of real and personal property, both tangible and intangible, of any kind or nature whatsoever, wherever situated, including, without limitation, shares of the capital stock of, or any bonds, securities or other evidences of indebtedness of, any other corporation, for profit or not for profit, and while the owner of such securities, to exercise all rights, powers and privileges of ownership.

3.4 To build, construct, buy, lease, own, use, operate and maintain any buildings, structures, or other improvements from time to time considered necessary, convenient or expedient for the conduct and operation of the Corporation.

3.5 To contract debts, borrow money and to execute such mortgages, pledges, transfers of corporate property or other instruments to secure the payment of the Corporation's debt as may be required.

3.6 To solicit and receive contributions by way of gift, donation, devise or bequest, or in any other manner, of funds or real and personal property of any nature whatsoever for the purpose of conducting the business of the Corporation, and to hold, manage, invest and reinvest, collect the income and profits from, expend, pay out, donate, transfer and otherwise dispose of any such contributions in accordance with the directives of the respective donors, provided always that no contribution shall be accepted by the Corporation if the same is subject to any requirement or restriction with respect to its use which would be contrary to, or in violation of, the purposes and objectives of the Corporation.

3.7 To make distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code or a corresponding section of any future federal tax code.

3.8 To have and to exercise all corporate powers granted by the laws of Florida to corporations not for profit, including, but not limited to, those powers set forth in Chapter 617, Florida Statutes, or any successor provision thereof.

ARTICLE 4
Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of not fewer than three (3) persons. The maximum number of directors and the manner of their election shall be as provided in the By-laws of the Corporation.

ARTICLE 5
Term of Existence

The term of existence of this Corporation shall be perpetual.

ARTICLE 6
Membership

The members of the Corporation shall be the board of directors and elected officers of Jacksonville Housing Partnership, Inc.

ARTICLE 7
Incorporator

The name and street address of the incorporator of these Articles of Incorporation are as follows:

Edward L. Kelly, Esq.
Ulmer, Murchison, Ashby & Taylor
200 West Forsyth Street
Suite 1600
Jacksonville, Florida 32202

ARTICLE 8
Initial Directors

The names and addresses of the initial directors of the Corporation are as follows:

Ward W. Rainnie, Vice President
Enterprise Bank
4190 Belford Road
Jacksonville, Florida 32216

Richard S. Browdy, Chairman
Duval County Housing Finance Authority
7536 Phillips Highway, Suite 101
Jacksonville, Florida 32256

Holly Cleveland, Vice President
First Union Bank
P.O. Box 2080 FL/0041
Jacksonville, Florida 32231

Susan C. McDonald, Esquire
Rogers, Toward, Bailey, Jones & Gay
1301 Riverplace Blvd., Suite 1500
Jacksonville, Florida 32207

Louie Dinah, President
New Town Neighborhood Association
1711 McMillan Street
Jacksonville, Florida 32209

ARTICLE 9
By-laws

By-laws of the Corporation may be adopted and amended by the directors of the Corporation at any regular meeting or at any special meeting called for such purpose by a majority of all of the Board of Directors of the Corporation. No provision of the By-laws may be inconsistent with any provision of these Articles of Incorporation.

ARTICLE 10
Amendments

Amendments to these Articles of Incorporation may be proposed by any voting member but must be approved at any special, regular or annual meeting of the Board of Directors by an affirmative vote of the majority of all members of the Board of Directors; provided further that written notice of the general nature of any such amendment shall be given to the members of the Board of Directors at least ten (10) days prior to such meeting.

ARTICLE 11
Limitations and Restrictions of the Corporation

Notwithstanding anything to the contrary contained herein:

11.1 The Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office, or publish or distribute any statements with respect to any campaign, or shall the Corporation engage in any activity or transaction described in the Internal Revenue Code of the United States as a "prohibited transaction" which would disqualify the Corporation as an "exempt" organization within the meaning of §501(c)(3) of the Internal Revenue Code.

11.2 No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer or employee of the Corporation, or to the benefit of any private shareholder or any individual.

11.3 In the event of dissolution of the Corporation, all of its assets remaining after payment of its debts and costs of dissolution shall be distributed to one or more organizations, as determined and selected solely in the discretion of the Board of Directors, which are engaged in activities similar to those conducted by the Corporation, or to some other organization or organizations which have qualified as exempt under §501(c)(3) of the Internal Revenue Code of the United States, and no part of the assets shall inure to the benefit of any member, director, officer or employee of the Corporation, or to any private shareholder or individual.

ARTICLE 12
Registered Office and Agent

The initial registered office of the Corporation is Suite 1600, 200 West Forsyth Street, Jacksonville, Florida 32202. The name of the initial registered agent of the Corporation is Edward L. Kelly, whose address is the initial registered office.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of September, 1996.


Incorporator

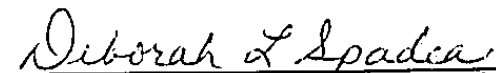
STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing was acknowledged before me this 20th day of September, 1996 by Edward L. Kelly as Incorporator of Jacksonville Affordable Mortgages, Inc., a Corporation Not for Profit Organized Under Chapter 617, Florida Statutes, on behalf of the Corporation.

He/She is personally known to me or has produced _____ as identification.



Deborah L. Spadea
MY COMMISSION # CC503715 EXPIRES
December 30, 1999
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public, State of Florida

(Print Name)

(Commission Data)

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the registered office designated in this certificate, the undersigned hereby accepts such designation to act as registered agent and agrees to comply with the provisions of Florida Statutes relative to maintaining said registered office.

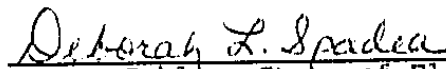

Edward L. Kelly

STATE OF FLORIDA
COUNTY OF Duval

The foregoing was acknowledged before me this 20th day of September, 1996 by Edward L. Kelly as Registered Agent of Jacksonville Affordable Mortgages, Inc., a Corporation Not for Profit Organized Under Chapter 617, Florida Statutes, on behalf of the Corporation.
He is personally known to me.



Deborah L. Spadea
MY COMMISSION # CC503715 EXPIRES
December 30, 1999
BONDED THRU TROY FARM INSURANCE, INC.


Notary Public, State of Florida

(Print Name)

(Commission Date)



Deborah L. Spadea
MY COMMISSION # CC503715 EXPIRES
December 30, 1999
BONDED THRU TROY FARM INSURANCE, INC.

FILED
96 SEP 23 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA