



# N970000006914

## First Investors Title Services, Inc

4100 North Miami Avenue  
Suite 103  
Miami, Florida 33127  
Telephone (305) 573-0075  
FI Wats 1 (800) 749-8394  
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December 4, 1997

Corporations Division  
Filing Section  
Secretary of State  
P.O. Box 6327  
Tallahassee, Florida  
32399

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-12/11/97--01050--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

re: Harcourt PLC Housing  
and Community  
Development Corporation  
Our 973381

Enclosed please find for the following new not-for-profit  
corporation:

01. Articles of incorporation in duplicate.
02. Our check for filing fees.

Please return on copy of the filed document to the above  
Address.

Sincerely,

  
John C. Hall

FILED  
97 DEC 11 AM 11:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nc 12/12/97

FILED

97 DEC 11 AM 11:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

### HARCOURT PLC HOUSING AND COMMUNITY DEVELOPMENT CORPORATION

We, the undersigned, do hereby associate ourselves together for the purpose of forming a not-for-profit corporation, under the laws of the State of Florida, and under Chapter 617, Florida Statutes, as amended, do adopt the following Articles of Incorporation:

#### ARTICLE I - NAME

The name of the corporation shall be:

Harcourt PLC Housing and Community Development Corporation,  
(hereinafter called the "Corporation")

#### ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to serve as a Community Support Organization to provide economic relief to distressed individuals and businesses in the target areas. The primary target areas shall include all of Dade County South of SW 88th Street (Kendall Drive) and that area bounded by NW 1st Street on the South; NW 125th Street on the North; NW 32nd Avenue on the West; and Biscayne Bay on the East.

The purposes for organizing the corporation include providing low to moderate income housing to individuals who, under Single Residency Occupancy Programs (SRO), make 40% of the median income for the area, 45% of the median income for the area; 50% of median income for the area; 60% of the median income for the area; and in some cases up to 80% of the median income for the area, as defined in the applicable housing programs. Over and above these services the corporation will also provide advisory and educational services to potential owners and tenants, scientific, health,

and educational services, job-skill training, employment location services, child and adult care services, emergency shelter location services for homeless and low qualified persons, contractual agreement services between like agencies to provide better quality programs to eliminate urban blight and depressed conditions in the target areas in Dade County, Florida.

The services above, although emanating from the target areas, can be deployed to other economically feasible areas of Dade County, Florida where the services are needed.

The corporation shall also act as a Community Housing Development Organization (CHDO) that qualifies for a 15% setaside in housing grant opportunities with the privilege to participate in the other 85% of housing grant opportunities which include participation in selected local, state and other federal grant and loan programs, such as Community Development Block Grant (CDBG) programs, FNMA, FDIC programs, State Apartment Incentive Loan (SAIL), HOME programs, Mortgage Revenue Bond Programs and other similar housing programs for the purpose of maximizing relief efforts through out Dade County.

### **ARTICLE III - NOT FOR PROFIT STATUS**

The corporation shall have no right to issue stock, and shall be a not-for-profit corporation in all respects.

### **ARTICLE IV - PRINCIPAL PLACE OF BUSINESS**

The principal business address shall be Suite 103 at 4100 N. Miami Avenue Miami, Florida. 33127.

### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation shall be located at Suite 103 at 4100 North Miami Avenue Miami, Florida 33127, and the initial agent at said address shall be Joseph D. Franklin.

### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The corporation shall have four (4) directors initially. The number of directors may be

either increased or decreased from time to time as provided in the ByLaws of the corporation, but shall never be less than three. The name and address of the initial directors of this corporation are:

Joseph D. Franklin  
Suite 103  
4100 North Miami Avenue  
Miami, Florida 33127

Charles Reddick  
736 NW 56th Street #106  
Miami, Florida 33169

Jon C. Hall  
Suite 103  
4100 N. Miami Avenue  
Miami, Florida 33127

Everett Allie  
Suite 103  
4100 N. Miami Avenue  
Miami, Florida 33127

#### ARTICLE VII - INCORPORATORS

The name and address of the persons signing these Articles of Incorporation are:

Joseph D. Franklin	Jon C. Hall	Everett Allie
Suite 103	Suite 103	Suite 103
4100 N. Miami Ave.	4100 N. Miami Ave.	4100 N. Miami Ave.
Miami, Florida 33127	Miami, Florida 33127	Miami, Florida 33127

#### ARTICLE VIII - TERM OF OFFICE

The Directors shall serve for a period of two years, and shall all serve simultaneously at the same time and shall be elected by the members as defined in the By-Laws of this corporation, pursuant to the election procedures as set out in the By-laws.

#### ARTICLE IX - EXISTENCE

The term of existence of this corporation shall be perpetual.

#### ARTICLE X - MEMBERSHIP

The membership of this corporation shall be described in as set out in the By-Laws of this corporation.

## ARTICLE XI - MANAGEMENT

The management of the affairs of this corporation shall be vested in the Board of Directors comprising of at least three (3) persons.

## ARTICLE XII - OFFICERS

The officers of the corporation shall be selected by the Board of Directors of the corporation but shall consist of at least a President, Secretary and a Treasurer, and such other officer positions as provided for in the By-Laws of the corporation.

## ARTICLE XIII - TERRITORY

The territory in which the corporation's operations are principally to be conducted is within Dade County, Florida and as extended within the State of Florida as set by the Board of Directors.

## ARTICLE XIV - AMENDMENTS

Amendments to these articles of Incorporation and By-Laws of the corporation shall be made at any meeting of this corporation provided that such amendments are approved by a majority of those members authorized to vote at such meeting.

## ARTICLE XV - STATUS

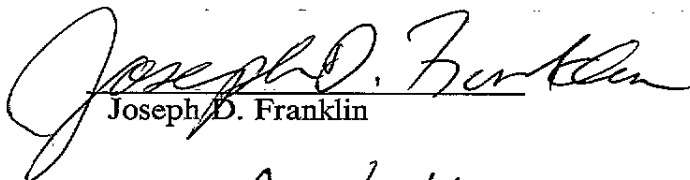
The corporation shall neither have nor exercise any power nor shall it directly or indirectly engage in any activity that would:

- a. prevent it from obtaining exemption from Federal Income Taxation as a corporation described in Section 501 (c)(3) of the Internal Revenue Code as amended in 1986 or as may be amended in the future.
- b. cause it to lose such exempt status.


## ARTICLE XVI - SELF-DEALING

No person involved, directly or indirectly, with this corporation shall benefit personally from the revenue and profits of this corporation, with the exception of fees paid for services actually rendered or performed for the corporation as approved in writing by the Board of Directors. This provision is intended to assure that the assets of the corporation will not inure to the benefit of any officer, director, member or employee of the corporation to protect the not-for-profit status of the corporation.

IN WITNESSETH WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 3rd day of December, 1997.

  
Joseph D. Franklin

  
Jon C. Hall

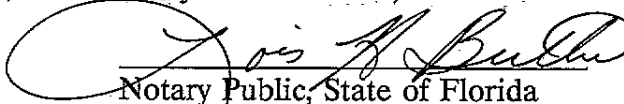
  
Everett Allie

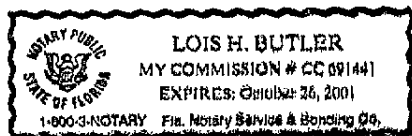
STATE OF FLORIDA )

COUNTY OF DADE )

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Joseph D. Franklin, Jon C. Hall and Everett Allie before me and known by me to be the person who acknowledged before me that he executed these Articles of Incorporation and provided Drivers Licenses as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 3rd day of December, 1997.

  
Notary Public, State of Florida



CERTIFICATE DESIGNATING THE ADDRESS  
AND AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH

That Harcourt PLC Housing and Community Development Corporation, desiring to organize under the laws of the State of Florida, which will have its principal office in Florida and has named Joseph D. Franklin located at Suite 103 at 4100 N. Miami Avenue Miami, Florida 33127 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby 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 607.325, Florida Statutes.

Dated this 3rd day of December, 1997.

  
Joseph D. Franklin, Registered Agent

FILED  
97 DEC 11 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA