

# N98000004118

## MOORE & VAN ALLEN

A PROFESSIONAL LIMITED LIABILITY COMPANY

ATTORNEYS AT LAW

VICTORIA S. WINDELL  
DIRECT DIAL 704-331-1088

NATIONSBANK CORPORATE CENTER  
100 NORTH TRYON STREET FLOOR 47  
CHARLOTTE, NORTH CAROLINA 28202-4003

TELEPHONE 704-331-1000  
FACSIMILE 704-331-1159

June 12, 1998

**VIA FEDERAL EXPRESS**

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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-06/16/98--01114--001  
\*\*\*\*122.50 \*\*\*\*122.50

**RE: Articles of Incorporation for Habitat For The Homeless, Inc.**

Dear Sir or Madam:

Enclosed herewith please find the following documents for your review and filing:

1. One (1) executed original and two (2) conformed copies of the Articles of Incorporation for Habitat For The Homeless, Inc.;
2. One (1) check made payable to the Florida Secretary of State in the amount of \$122.50 for filing fees;
3. Prepaid Federal Express return envelope.

Please file these Articles of Incorporation. We would appreciate it if you would return to us in the enclosed Federal Express prepaid envelope a file-stamped copy of the Articles of Incorporation once filed by you.

Please do not hesitate to contact me directly at (704) 331-1088 if you should have any questions or if there should be any problems. Thank you for your assistance.

Sincerely yours,

MOORE & VAN ALLEN, PLLC

*Victoria Windell*

Victoria S. Windell

cer

cc: Mr. and Mrs. William E. Ray

405425

FILED  
98 JUN 16 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Called*

*DMC  
6-18-98*

*1198-15984*

*Caroline Kitchie  
gave auth by phone  
to correct the effective  
date in #12.  
Number of direct*

**ARTICLES OF INCORPORATION**  
**OF**  
**HABITAT FOR THE HOMELESS, INC.**

A Non-Profit Corporation

**FILED**  
98 JUN 16 AM 10:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a non-profit, non-stock corporation under and by virtue of the laws of the State of Florida, as contained in Chapter 617 of the Florida Statutes, and to that end does hereby set forth and certify as follows:

1. The name of the corporation is Habitat For The Homeless, Inc. (the "Corporation").
2. The principal place of business and the mailing address of the Corporation shall be 16609 Villalenda De Avila, Tampa, Florida 33613.
3. The purposes for which the Corporation is organized are:
  - (a) To operate exclusively for the religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").
  - (b) Except as hereinbefore provided or limited, the Corporation, in addition to the powers granted non-profit corporations under the laws of the State of Florida, shall have full power and authority to receive gifts, devises and bequests of real, personal and mixed property; to purchase, lease, and otherwise acquire and hold, and to mortgage, convey, and otherwise dispose and contract to dispose of all kinds of property, real, personal and mixed; to borrow and to lend money and to negotiate loans; to draw, accept, endorse, discount, buy, sell, issue and deliver bills of exchange, promissory notes, bonds, coupons, or other negotiable instruments and securities; and generally to do any and all acts which may be

deemed necessary or expedient for the proper and successful prosecution of the purposes hereinbefore set forth.

4. The Corporation shall have no members.

5. The Corporation shall be managed by a Board of Directors. The number of directors of the Corporation shall be set forth in the bylaws of the Corporation and such directors shall be determined, elected or appointed on such terms, at such time, and in such manner as shall be provided in such bylaws.

6. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers or other individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to reimburse reasonable expenses properly incurred on behalf of the Corporation. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation 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 these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

7. Notwithstanding any provision contained herein to the contrary, the Corporation's powers shall be limited as follows:

(a) The Corporation shall make distributions of such amounts, for each taxable year, at such time and in such manner as not to become subject to the tax imposed by Section 4942 of the Code, or corresponding provisions of any subsequent federal tax laws;

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or corresponding provisions of any subsequent federal tax laws;

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent federal tax laws;

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent federal tax laws; and

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent federal tax laws.

8. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities and obligations of the Corporation, dispose of all of the assets of the Corporation exclusively for the aforesaid purposes of the Corporation in such manner, or to such organization or organizations organized and operating exclusively for religious, charitable, scientific, literary or educational purposes as shall, at the time of dissolution, qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws, contributions to which are deductible under Section

170(c)(2) of the Code, or corresponding provisions of any subsequent tax laws, as the Board of Directors of the Corporation may determine.

9. The address of the initial registered office of the Corporation is 16609 Villalenda De Avila, Tampa, Florida 33613, and the name of its initial registered agent at such address is William Eric Ray.

10. The number of persons constituting the initial Board of Directors shall be three (3) whose names and addresses are as follows:

NAME

ADDRESS

William Eric Ray

16609 Villalenda De Avila  
Tampa, Florida 33613

Delores King Ray

16609 Villalenda De Avila  
Tampa, Florida 33613

Ann Lambiotte, P.O. Box


P.O. Box 37149, Charlotte NC 28237-7149

11. The name and address of the incorporator is William Eric Ray, 16609 Villalenda De Avila, Tampa, Florida 33613.

12. The Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

The undersigned incorporator has hereunto executed these Articles of Incorporation the

5th day of June, 1998.

  
William Eric Ray, Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Habitat For The Homeless, Inc.
2. The name and address of the registered agent and office are:

William Eric Ray  
16609 Villalenda De Avila  
Tampa, Florida 33613

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: \_\_\_\_\_

DATE: June 5, 1998

**FILED**  
98 JUN 16 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA