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FLORIDA DIVISION OF CORPORATIONS

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NAME: DEEDCO BEACH APARTMENTS, INC.

AUDIT NUMBER.....H98000015103

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

CERT. OF STATUS...1

PAGES..... 5

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**FAX AUDIT NO. H98000015103**

**ARTICLES OF INCORPORATION  
OF  
DEEDCO BEACH APARTMENTS, INC.  
(A Florida corporation not-for-profit)**

The undersigned, for the purpose of forming a corporation not-for-profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

**Article I**

**NAME**

The name of the corporation is DEEDCO BEACH APARTMENTS, INC.

**Article II**

**DURATION**

This corporation shall exist perpetually.

**Article III**

**NATURE OF BUSINESS**

The purposes for which the Corporation is formed, and the business to be carried on and promoted by it, are as follows:

(a) To provide very low, low and moderate income persons with housing and related facilities, the charges for such facilities to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis.

(b) To rehabilitate and repair housing suited to the needs of very low, low and moderate income tenants and homeowners.

Prepared By and Return to:  
Leon J. Wolfe, Esq., #327247  
BERMAN WOLFE & RENNERT, P.A.  
100 S.E. Second Street, Suite 3500  
Miami, Florida 33131-2130  
(305) 577-4167

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(c) The Corporation is irrevocably dedicated to and operated exclusively for, nonprofit, charitable and/or educational purposes including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or to the Secretary of Housing and Urban Development for the time being exclusively for a public purpose. No part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.

(d) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall consist of carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing of distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

(e) Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, State or local government for a public purpose. Any such assets not so disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purpose.

**Article IV**

**MAILING ADDRESS**

The initial mailing address of the corporation is c/o DEEDCO, 141 N.E. 3 Avenue, Suite 500, Miami, FL 33132.

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**Article V****DIRECTORS**

(a) **Number.** This corporation shall have four (4) directors. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than three.

(b) **Initial Directors.** The names and addresses of the members of the first board of directors of the corporation are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Lillie M. Williams	141 N.E. 3 Avenue, Suite 500 Miami, FL 33132
Caesar Phillips	141 N.E. 3 Avenue, Suite 500 Miami, FL 33132
Bernice B. Butler	141 N.E. 3 Avenue, Suite 500 Miami, FL 33132
Susan Winn	141 N.E. 3 Avenue, Suite 500 Miami, FL 33132

(c) **Manner of Election of Directors.** The method of election of directors shall be as stated in the Bylaws.

**Article VI****INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is c/o DEEDCO, 141 N.E. 3 Avenue, Suite 500, Miami, FL 33132 and the name of the initial registered agent of this corporation at that address is Bernice B. Butler.

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**Article VII**

**INDEMNIFICATION**

This corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

**Article VIII**

**BYLAWS**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time in the manner provided in the Bylaws.

**Article IX**

**INCORPORATOR**

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

Bernice B. Butler  
c/o DEEDCO  
141 N.E. 3 Avenue, Suite 500  
Miami, FL 33132

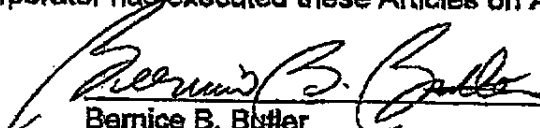
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Article X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, pursuant to the manner provided in the Bylaws.

IN WITNESS WHEREOF, the Incorporator has executed these Articles on August 17, 1998.

  
Bernice B. Butler

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

DEEDCO BEACH APARTMENTS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Miami, State of Florida, has named Bernice B. Butler, located at c/o DEEDCO, 141 N.E. 3 Avenue, Suite 500, Miami, FL 33132, as its agent to accept service of process within Florida.

  
Bernice B. Butler, Incorporator

Dated: August 17, 1998

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.

  
Bernice B. Butler, Registered Agent

Dated: August 17, 1998

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