

N98000005954

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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MAIL

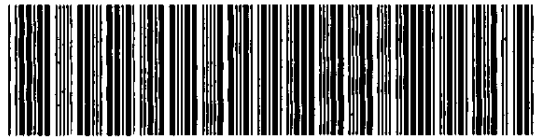
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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01/07/10--01031--014 **43.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 FEB -3 AM 9:11

Amerd

C.COULLIETTE

FEB 03 2010

EXAMINER

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Housing Opportunities Mortgage Assistance
& Effective Neighborhood Solutions, Inc.
H.O.M.E.S., Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Katharine S. Barry
Name (Printed or typed)

690 NE 13th Street, Suite 102
Address

Fort Lauderdale, Florida 33304
City, State & Zip

954.563.5454
Daytime Telephone number

KBARRY@HOMESFL.ORG
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 11, 2010

KATHERINE S. BARRY
690 NE 13TH ST.
STE 102
FT LAUDERDALE, FL 33304

SUBJECT: HOUSING OPPORTUNITIES, MORTGAGE ASSISTANCE, &
EFFECTIVE NEIGHBORHOOD SOLUTIONS, INC.
Ref. Number: N98000005954

We have received your document for HOUSING OPPORTUNITIES, MORTGAGE ASSISTANCE, & EFFECTIVE NEIGHBORHOOD SOLUTIONS, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

Letter Number: 510A00000701



H.O.M.E.S.

A Charitable Organization

Housing Opportunities, Mortgage Assistance, & Effective Neighborhood Solutions Inc.

690 Northeast 13th Street, Suite # 102 • Fort Lauderdale, Florida 33304

www.HOMESFL.org • Telephone (954) 563-5454 • Fax (954) 764-5303 • kharry@homesfl.org

January 28, 2010

RECEIVED
JAN 28 - 1 AM 8:00
TALLASSEE, FLORIDA
Ms. Cheryl Goulliette
Regulatory Specialist II
Florida Department of State
Division of Corporation
P.O.Box 6327
Tallahsee, Florida 32314

Subject: Housing Opportunities, Mortgage Assistance & Effective Neighborhood
Solutions, Inc. – H.O.M.E.S., Inc.
Ref.: Number N98000005954

Dear Madam / Sir,

Confirm receipt of your letter number 510A00000701, dated January 11, 2010 regarding our
Filing application.

NOT
Needed
Returned
Per your request, enclosed please find a copy of the minutes from our Board of Director
meeting Dated April 14th, 2009.

If you are in need of any additional information – please do not hesitate calling us at any
time.

Thanking you in advance for your prompt attention to this matter and kind cooperation.

Sincerely yours


Rachel K. Silber
Accounting Department

Affordable housing & neighborhood restoration – because homes are the heart of our community!

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 FEB -3 AM 9:10**SECOND ARTICLES OF AMENDMENT**

to

ARTICLES OF INCORPORATION

of

**HOUSING OPPORTUNITIES, MORTGAGE ASSISTANCE,
& EFFECTIVE NEIGHBORHOOD SOLUTIONS, INC.****A FLORIDA NOT-FOR-PROFIT CORPORATION**

Whereas, that certain Florida corporation, then known as Housing Opportunities, Mortgages Assistance, & Effective Solutions, Inc. (the "Corporation"), which original Articles of Incorporation for the Corporation, dated as of October 13, 1998, were filed with the Florida Secretary of State on October 15, 1998 (the "Original Articles"); and which Original Articles were amended by the certain Articles of Amendment dated as of April 24, 2000, to be effective January 13, 2000 (the "First Amendment"), which First Amendment was filed with the Florida Secretary of State on May 8, 2000, and which First Amendment changed the name of the Corporation to the name stated above; and which Original Articles and First Amendment are replaced in their entirety by this second articles of amendment (the "Second Amendment").

ARTICLE I**NAME**

As defined in the First Amendment, the name of the Corporation is Housing Opportunities, Mortgage Assistance, & Effective Neighborhood Solutions, Inc., doing business as H.O.M.E.S., Inc.

**ARTICLE II
DURATION**

The term of existence of the Corporation is perpetual, and the corporate existence commenced on the filing of the Original Articles.

**ARTICLE III
PURPOSE**

The Corporation is organized exclusively for charitable purposes, as specified in 501(c)(3) of the Internal Revenue Code of 1986. Specifically, the purpose of the Corporation shall be to participate and assist in the development, stabilization and restoration of lower income neighborhoods and communities by creating rental and/or home-ownership opportunities, or development thereof, and arranging subsidies and/or non-predatory mortgage financing for low (and/or moderate) income families in need of

safe, decent, attractive and affordable housing. The Corporation may also participate in related projects and programs benefiting residents and businesses located in lower income communities and neighborhoods; and may participate in the provision of housing for special needs populations in the community.

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, trustee, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no member, trustee, or officer of the Corporation or any private individual shall be entitled to share in the distribution of any corporate assets on dissolution of the Corporation.

(b) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code 501(h), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these articles of incorporation, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under 501(c)(3) of the Internal Revenue Code of 1986; or (ii) by a corporation contributions to which are deductible under 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(d) In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by corporation of law, all the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to organizations which qualify as tax-exempt organizations under 501(c)(3) of the Internal Revenue Code of 1986, as amended.

(e) Notwithstanding any other provisions of these articles of incorporation, neither the Corporation nor any member, trustee, director, officer, or private individual shall engage in any act of self-dealing as defined in 4941 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws; nor fail to distribute any amount of income required to avoid incurring tax liability under 4942 of Internal Revenue Code of 1986, or corresponding provisions of subsequent federal tax laws; nor retain any excess business holdings as defined in 4943 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws, nor make any investment in such a manner as to subject the Corporation to tax under 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, nor corresponding provisions of any subsequent federal tax laws.

ARTICLE IV **DIRECTORS**

There shall be no less than five (5) members of the Board of Directors of the Corporation and no more than fifteen (15), one of which shall be the Chief Executive Officer of the Corporation. Directors may be elected from time to time by the majority vote of the Directors then serving. One or more non-voting advisory Directors may also be appointed from time to time by the Board of Directors.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, or any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this Corporation authorize the Board to act so. Such a statement shall be prima facie evidence of such authority.

ARTICLE V **PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing and mailing address of the Corporation shall be at 690 Northeast 13th Street, Suite 102, Fort Lauderdale, Florida 33304.

ARTICLE VI **REGISTERED OFFICE AND AGENT**

The registered office of the Corporation shall be located at 200 East Las Olas Boulevard, Suite 1800, Fort Lauderdale, Florida 33301. The registered agent of the Corporation at that address shall be Gary J. Rotella, of Rotella Law.

ARTICLE VII **MEMBERSHIP**

Unless otherwise provided in the Corporation's By-Laws, the Corporation shall not have any members, and shall be considered a non-membership organization.

ARTICLE VIII **MEMBERSHIP CONTROL**

The Corporation shall be governed by its Board of Directors; the Directors of which shall serve indefinitely, unless sooner removed by their own resignation, by the majority vote of a quorum of the Board of Directors or as otherwise provided by in the By-Laws. The Board of Directors may, however, delegate so much of its authority to particular Directors, officers, or volunteers, and contract with agents and vendors for

goods and services, or any combination thereof, as it deems advisable to fulfill its tax-exempt purposes.

ARTICLE IX
NONSTOCK CORPORATION

The Corporation shall be considered organized on a non-stock basis, and, therefore, certificates of shares of stock in the Corporation shall not be issued.

ARTICLE X
BY-LAWS

The By-Laws of the Corporation have been adopted by the Board of Directors named below, who executed this Second Amendment.

ARTICLE XI
AMENDMENTS

These articles of Incorporation may be amended at any meeting of the Board of Directors, by the affirmative vote of fifty-one (51%) percent of its members, at any regular meeting or at any special meeting called for that purpose, provided that such proposed amendments shall be plainly stated in the called for the meeting in which they are to be considered.

ARTICLE XII
INCORPORATOR

The name and residence of the subscriber of the Original Articles, the First Amendment and this Second Amendment is:

Katharine S. Barry	2665 NE 26 th Terrace Fort Lauderdale, Florida 33306
--------------------	--

AMENDED 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 Sections 607.0501 and 617.0501, Florida Statutes, the following is submitted:

Housing Opportunities, Mortgage Assistance, & Effective Neighborhood Solutions, Inc. a Florida Not-For-Profit Corporation, organized under the laws of the State of Florida, with its principal place of business at 690 Northeast 13th St., Suite 102, Fort Lauderdale, Florida 33304, has named Gary J. Rotella, Esq., located at 200 East

Las Olas Boulevard, Suite 1800, Fort Lauderdale, Florida 33301, as its agent to accept service of process within Florida.

Dated this 21 day of October, 2009.


Katharine S. Barry, President & CEO



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.


Gary J. Rotella, Esq., Registered Agent

Dated this 23 day of Oct., 2009.

STATE OF FLORIDA:
COUNTY OF BROWARD:

The foregoing instrument was acknowledged before me this 23 day of October, 2009, by Gary J. Rotella, who is personally known to me, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.

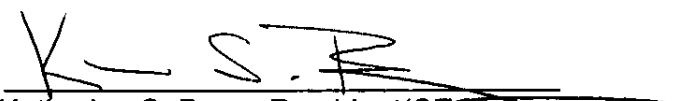
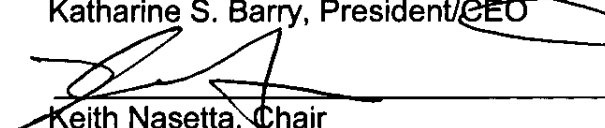


NOTARY PUBLIC, STATE OF FLORIDA
FloridaNotaryService.com

SEAL:

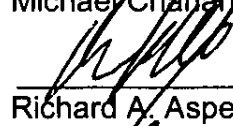
ADOPTION OF AMENDED ARTICLES OF INCORPORATION


IN WITNESS WHEREOF, this Second Amendment to the Articles of Incorporation have been adopted by at least fifty-one percent (51%) of the members of the Corporation's Board of Directors, at a regular meeting of the Board held on the 21st day of April, 2009, which meeting was duly noticed.

DIRECTORS APPROVING:

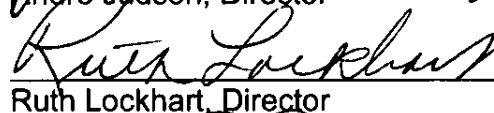

Katharine S. Barry, President/CEO

Keith Nasetta, Chair

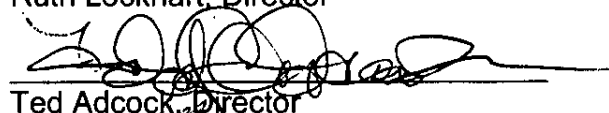

Michael Charland, Vice Chair

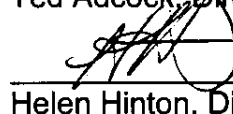

Richard A. Asper, Director


Lydia Kurth, Director



Andre Judson, Director


Ruth Lockhart, Director

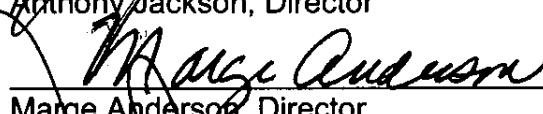

Ted Adcock, Director

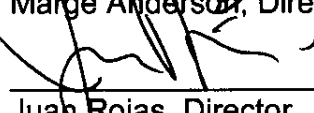

Helen Hinton, Director


Kim Bobo-Brown, Director


Gary Rotella, Director


Anthony Jackson, Director


Marge Anderson, Director


Juan Rojas, Director