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CAPITAL CONNECTION, INC.

417-E. Virginia Street, Suite 1 • Tallahassee, Florida 32302.
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Deedco Old Cutler Oaks
Inc.

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- ☒ Art of Inc. File
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 - ☐ Annual Report / Reinstatement
 - ☒ Cert. Copy
 - ☐ Photo Copy
 - ☒ Certificate of Good Standing
 - ☐ Certificate of Status
 - ☐ Certificate of Fictitious Name
 - ☐ Corp Record Search
 - ☐ Officer Search
 - ☐ Fictitious Search
 - ☐ Fictitious Owner Search
 - ☐ Vehicle Search
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Signature

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R. Purinton FEB 11 1999

Prepared By and Return to:
Gary V. Smith, Esquire
LYONS AND SMITH, P.A.
1230 NW. 7th Street
Miami, Florida 33125
(305) 324-1100

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**ARTICLE OF INCORPORATION
OF
DEEDCO OLD CUTLER OAKS, 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 OLD CUTLER OAKS, 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.

(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 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 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.

(c) 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 NE 3 Avenue, Suite 500, Miami, FL 33132.

Article V

DIRECTORS

(a) Number. This corporation shall have three (3) directors. The number of directors maybe 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:

<u>Name</u>	<u>Address</u>
Lillie M. Williams	141 NE 3 Avenue, Suite 500 Miami, Florida 33132
Wilfred McKenzie	141 NE 3 Avenue, Suite 500 Miami, Florida 33132
Patricia Algaze	141 NE 3 Avenue, Suite 500 Miami, Florida 33132

(c) Manner of Election of Directors. The method of elections 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 NE 3 Avenue, Suite 500, Miami, Florida 33132 and the name of the initial registered agent of this corporation at that address is Lillie M. Williams.

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 limited to, the expenses, including the cost of any judgements, 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 director, officer, employee or agent may be entitled as a matter or which he may be lawfully granted.

Article VIIIBYLAWS

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 IXINCORPORATOR

The name and street address of the Incorporator of this incorporation are:

Lillie M. Williams
141 NE 3 Avenue
Miami, Florida 33125

Wilfred McKenzie
141 NE 3 Avenue
Miami, Florida 33125

CAESAR PHILLIPS
141 NW 3 Avenue
Miami, Florida 33125

Article XAMENDMENT

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 Article on
February 8, 1999.

Lillie M. Williams
LILLIE M. WILLIAMS

Wilfred McKenzie
WILFRED MCKENZIE

Caesar Phillips
CAESAR PHILLIPS

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

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

DEEDCO OLD CUTLER OAKS, 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 Lillie M. William, located at c/o DEEDCO, 141 NE 3 Avenue, Miami, Suite 500, Miami, Florida 33132, as its agent to accept service of process within Florida.

Lillie M. William
LILLIE M. WILLIAM, Incorporator

Dated: February 8, 1999

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.

Lillie M. William
LILLIE M. WILLIAMS, Registered Agent

Dated: February 8, 1999

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