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PLEASE REPLY TO FORT LAUDERDALE

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

Re: Incorporation of Florida Farmworker's Housing Coalition, Inc.

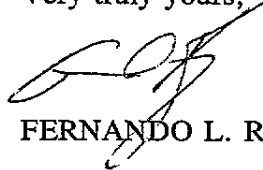
To Whom It May Concern:

Enclosed please find for filing an original and one copy of the Articles of Incorporation of the Florida Farmworker's Housing Coalition, Inc. Also enclosed is a check payable to the Florida Department of State in the amount of \$78.75 representing the filing fee for the Articles and the return of a certified copy of the Articles. I have enclosed a self-addressed, stamped envelope for the return copy of the certified Articles.

Please return the certified copy of the Articles to the undersigned when filed.

Thank you for your prompt attention to this matter.

Very truly yours,


FERNANDO L. ROIG

FILED
99 JUL 22 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLR:sb
Enclosure

Sherry GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article I
DATE 7-22-99
DOC. EXAM OK

G GALLMON-CASE JUL 29 1999

FILED
99 JUL 22 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of the
Florida Farmworker Housing Coalition, Inc.

ARTICLE ONE
NAME AND LOCATION

The name of the non-profit corporation is the FLORIDA FARMWORKER HOUSING COALITION, INC. 707 RIGGINS ROAD, TALLAHASSEE, FLORIDA, 32308-6221.

ARTICLE TWO
DURATION

The corporation shall have a perpetual existence commencing on the date of the filing of these Articles of Incorporation.

ARTICLE THREE
PURPOSE

The Florida Farmworker Housing Coalition, Inc. (FFHC) is a statewide nonprofit organization designed to facilitate the production and maintenance of farmworker housing in the state of Florida. The FFHC brings together a diverse group of interests, representing migrant and seasonal farmworker groups, Florida agribusiness and other related organizations, which share a mutual concern about the importance of and need for affordable housing choice for the state's farmworkers.

The Florida Farmworker Housing Coalition is incorporated as a Florida nonprofit corporation. It is organized for charitable purposes within the meaning of Section 501 © (3) of the Internal Revenue Code of 1954, as amended. Permissible corporate activities include education, fund raising, research, planning and development of housing for migrant and seasonal farmworkers in the state of Florida, or related

activities.

No corporate earnings shall inure to the benefit of its directors, unless those directors are performing authorized services for the corporation or as compensation for authorized corporate travel. No distribution shall be made for non-exempt purposes, and all net income (after payment of reasonable and necessary expenses) shall be held and distributed solely for the purposes set out above.

* A Federal Tax Identification Number has been applied for.

ARTICLE FOUR INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1401 E. Broward Blvd., Suite 201, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of this Corporation at that address is Fernando L. Roig, Esq.

ARTICLE FIVE DIRECTORS

The Board of Directors shall consist of not less than five (5) or more than eleven (11) individuals (as established by the bylaws), starting with an initial group of nine (9) individuals, with an Executive Director serving as an ex-officio member.

The Board of Directors shall have representation from the following groups:

- | | | | |
|----|---------------------|----|-------------------------|
| -- | Growers (2) | -- | Farmworker Groups (2) |
| -- | At-Large (2) | -- | Grower Associations (1) |
| -- | Social Services (1) | -- | Housing Provider (1) |

The Executive Director shall be appointed by and serve at the pleasure of the Board of Directors. The duties of this individual shall include fund raising, research, planning, public education, housing development, project monitoring, interaction with other similar agencies and groups, sharing findings with the Board of Directors (for their deliberation and related action) and implementing the will and business of the Board.

ARTICLE SIX
OFFICERS

There shall be two (2) Board officers--a Chairman and a Secretary/Treasurer, who will be elected by majority vote of the Board.

ARTICLE SEVEN
MEMBERSHIP

Initial members of the Board of Directors shall be selected by the incorporators. Subsequent membership shall be determined by nomination from the designated representation groups, the public and existing Board members. Selection shall be subject to majority vote by the Board of Directors.

ARTICLE EIGHT
BYLAWS

The bylaws contain additional detail about the goals, objectives and operational structure of the Florida Farmworker Housing Coalition, Inc. This detail includes information about corporate powers, directors, officers, corporate membership, office location, meetings, voting rights, membership terms and requirements, removal of directors, bank accounts, record keeping, committees, executive director, corporate seal and indemnification.

ARTICLE NINE
AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by an affirmative vote of at least three quarters of all registered members of the Board of Directors at a regular, annual or special meeting. However, no amendment is permissible which would disqualify this corporation from status under Section 501 of the Internal Revenue Code.

ARTICLE TEN
INCORPORATORS

Names and addresses of the subscribers of these Articles of Incorporation

Steven C. Kirk	P.O. Box 343588 Homestead, FL 33034-0588
J. Luis Rodriguez	P.O. Box 5947 Ft. Lauderdale, FL 33310
Robert J. Taylor	P.O. Box 1087 Palmetto, FL 34221
Fernando Roig, Esq.	1401 Broward Boulevard, Suite 201 Ft. Lauderdale, FL 33301

ARTICLE ELEVEN
LOBBYING

No substantial part of the activities of this corporation shall consist of conducting lobbying or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE TWELVE
PRIVATE FOUNDATION

In the event that this corporation shall become a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1954, this corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in Section 4943© of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code; and shall not make any taxable expenditure as defined in Section 4945 (d) of the Internal Revenue Code.

ARTICLE THIRTEEN
DISSOLUTION

In the event of dissolution, the remaining assets of the Florida Farmworker Housing Coalition, Inc. shall be turned over to one or more organizations with similar goals, which are also tax exempt under Section 501 © (3) and Section 170 © (2) of the Internal Revenue Code or corresponding sections of any future federal, state or local tax exempt codes for similar public purpose. Such assets may be used exclusively for charitable and educational purposes.

Notwithstanding any other provision of these articles, this/these corporation(s) shall not conduct any other activities prohibited by (a) a corporation exempt from federal income tax under Section 501 © (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or (b) corporation contributions which are deductible under Section 170 © (2) of the Internal Revenue Code of 1954 or any other corresponding provisions of any future United States Internal Revenue Law.

If this corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the U.S. Circuit Court of the district in which the corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

Should such corporations not be found, any remaining proceeds shall be returned to those individuals and/or groups who provided the subject funds.

I hereby certify that the preceding Articles of Incorporation of the Florida Farmworker Housing Coalition, Inc. were reviewed and approved by the Incorporators on the 20th day of JULY, 1999.

J. Luis Rodriguez
J. Luis Rodriguez, Incorporator

Sheri Baron
(Noticed by)

July 20, 1999
(Date)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent of Florida Farmworker Housing Coalition, Inc which is contained in the foregoing Articles of Incorporation.

Dated this 20th day of July, 1999.

F. L. Roig
Fernando L. Roig, Esq.

FILED
99 JUL 22 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA