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DEPT. OF STATE
TALLAHASSEE, FLORIDA

July 27, 1999

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*****78.75 *****78.75

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

RE: Incorporation of Centennial Townhouses East RMC, Jacksonville, FL

Dear Sir or Madam:

Enclosed please find check no. 013672 in the amount of \$78.75 to cover the filing fee, registered agent designation, and certified copy costs, for the incorporation of Centennial Townhouses East Resident Management Corporation, together with the original and one copy of the Articles of Incorporation.

Many thanks for your prompt attention to this matter.

Very truly yours,



Patricia Vail

D. BROWN AUG - 3 1999

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FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF
CENTENNIAL TOWNHOUSES EAST RESIDENT MANAGEMENT CORPORATION
A Florida "Not for Profit" Corporation**

In compliance with the laws of the State of Florida, the undersigned do hereby voluntarily associate for the purpose of forming a corporation not-for-profit for the purposes and with powers set forth herein.

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of the corporation is Centennial Townhouse East Resident Management Corporation. The principal office of the corporation shall be located at 961 North Liberty Street, Jacksonville, Florida 32206 but the Corporation may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors. The mailing and registered office address shall be c/o Ms. Vickey Murphy, Vice President, 1015 North Liberty Street, Jacksonville, FL 32206.

ARTICLE II - TERM OF EXISTENCE

The period of duration is perpetual. The corporation is organized pursuant to the Not for Profit Corporation laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE AND POWERS

The purposes of this corporation shall be exclusively charitable and educational and undertake the following activities:

- A. To work for the provision of decent, safe and sanitary housing that is affordable to very low and low income families.
- B. To represent and protect the interests of the residents of Centennial Townhouse East.
- C. To undertake any other projects or lawful activities consistent with Section 501 (c) (3) of the Internal Revenue Code which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

- C. Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- D. For such purposes, the Corporation shall have and exercise the following authority and powers:
1. To have and to exercise any and all powers, rights and privileges which a corporation organized under the law of the State of Florida may now or hereafter have or exercise.
 2. To do all things necessary or desirable to accomplish the purposes of the Corporation as the Directors of the Corporation may from time to time deem appropriate which are consistent with powers conferred upon a not-for-profit corporation under the laws of the state of Florida and the Internal Revenue Code.
 3. To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein, wherever situated.

ARTICLE IV - NO DISTRIBUTION OF GAIN

The Corporation is organized exclusively for charitable and educational purposes. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

ARTICLE V - REGISTERED AGENT

The name and address of the initial registered agent and office of the Corporation is:

Ms. Vickey Murphy
1015 North Liberty Street
Jacksonville, FL 32206

ARTICLE VI - BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors. The number of Directors of the Corporation shall be not less than four (4); provided however that the Board of Directors may, from to time, increase or decrease the number of Directors, so long as the number of directors does not exceed seven (7) . The method of election of the Board of Directors shall be in stated in the Bylaws. The names and addresses of the initial Board of Directors are:

Ms. Princeen Henderson
1047 North Liberty Street
Jacksonville, FL 32206

Ms. Vickey W. Murphy
1015 North Liberty Street
Jacksonville, FL 32206

Ms. Mabeline Smith
1041 North Liberty Street
Jacksonville, FL 32206

Ms. Cynthia Kachmar
1029 North Liberty Street
Jacksonville, FL 32206

ARTICLE VII - OFFICERS

Subject to the direction of the Board of Directors, the officers shall administer the affairs of this corporation as designated in the Bylaws. The names and addresses of the officers who shall serve until the first annual meeting of the Board of Directors are:

Ms. Princeen Henderson, President
1047 North Liberty Street
Jacksonville, FL 32206

Ms. Vickey W. Murphy, Vice President
1015 North Liberty Street
Jacksonville, FL 32206

Ms. Mabeline Smith, Treasurer
1041 North Liberty Street
Jacksonville, FL 32206

Ms. Cynthia Kachmar, Secretary
1029 North Liberty Street
Jacksonville, FL 32206

Such other officers may be authorized and elected pursuant to the Corporation Bylaws.

ARTICLE VIII - BYLAWS

The Bylaws of the Corporation shall be adopted by the first Board of Directors, which Bylaws may be altered, amended, modified or appealed in the manner set forth in the Bylaws.

ARTICLE IX - AMENDMENTS

The Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendments hereto. Written notice setting forth the proposed amendment or a summary of the changes to be effected by the amendment must be given to each director in the same manner as notice for the meeting. Such amendment shall require the assent of a two-thirds majority vote of the directors present.

ARTICLE X - DISSOLUTION

The Corporation may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the directors. Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the 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.

ARTICLE XI - INDEMNIFICATION OF DIRECTORS

A director shall discharge his or her duties as director, including his or her duties as a member of any committee:

- A. With good faith;
- B. With care an ordinarily prudent person in a like position would exercise under similar circumstances; and
- C. In a manner s/he reasonably believes to be in the best interests of the Corporation.

In discharging his or her duties, a director may rely upon information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by:

- A. One or more officers or employees of the Corporation whom the director reasonably believes to be reliable and competent in the matters presented;
- B. Legal counsel, public accountants or other persons as to matters the director reasonably believes are within the person's professional or expert competence;
- C. A committee of the Board of Directors of which he is not a member, if the Director reasonably believes the committee merits confidence.

A director is not liable for any action taken as a director, or failure to take any action, if he performed the duties of his office in reliance on this provision.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator is:

Ms. Vickey Murphy
1015 N. Liberty St.
Jacksonville, FL 32206

These Articles of Incorporation are hereby executed by the incorporator on this 13th day of July, 1999.

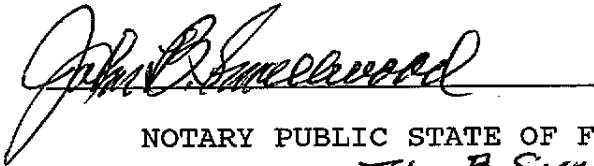
Vickey W. Murphy
Incorporator

STATE OF FLORIDA]

COUNTY OF DUVAL]

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Vickey W. Murphy, who is personally known to me known or who has produced Fl. Lic M-610-879-62-592-0 as identification and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 13th day of July, 1999.



NOTARY PUBLIC STATE OF FLORIDA

Print Name: John B. Smallwood.

My Commission Expires:

4/20/2001



JOHN B. SMALLWOOD
My Comm Exp. 4/20/2001
Bonded By Service Ins
No. CC640013
[] Personally Known ☒ Other I.D.

CERTIFICATE OF DESIGNATION OF 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:

Centennial Townhouses East Resident Management Corporation, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Jacksonville, County of Duval, State of Florida, has named Vickey Murphy, 1015 North Liberty Street, Jacksonville FL 32206, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I 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, and I am familiar with and accept the obligations of my position as registered agent.

Vickey W. Murphy
Signature/Registered Agent

July 13, 1999
Date

FILED
99 JUL 28 PM 5:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA