

P24000059471

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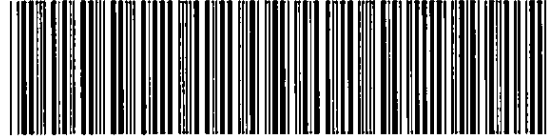
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Incorporating Services, Ltd.

1540 Glenway Drive  
Tallahassee, FL 32301  
850.656.7956  
Fax: 850.656.7953  
www.incserv.com



**ORDER FORM**

**TO** Florida Department of State  
The Centre of Tallahassee  
2415 North Monroe Street, Suite 810  
Tallahassee, FL 32303  
corphelp@dos.myflorida.com  
850-245-6051

**FROM** Melissa Moreau  
850.656.7953

**REQUEST DATE** 9/12/2024 **PRIORITY** Regular Approval

**OUR REF # (Order ID #)** 1292820

**ORDER ENTITY**  
KEY WEST HOUSING DEVELOPMENT CORPORATION

**PLEASE PERFORM THE FOLLOWING SERVICES:**  
KEY WEST HOUSING DEVELOPMENT CORPORATION (FL)  
New corp filing

**NOTES:**  
\$70.00 Authorized

**RETURN/FORWARDING INSTRUCTIONS:** . . . .  
ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

A handwritten signature in black ink, appearing to be "W6".

Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

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TALLAHASSEE, FL  
STATE

**ARTICLES OF INCORPORATION  
OF  
KEY WEST HOUSING DEVELOPMENT CORPORATION**

**(a Florida corporation Not for Profit)**

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, C. 617, Fla. Stat. (2023) (the "Act"), makes and adopts the following articles of incorporation:

**ARTICLE 1.  
NAME**

1.1 Corporate Name. The name of the corporation is Key West Housing Development Corporation (the "Corporation").

**ARTICLE 2.  
PURPOSE**

2.1 Purposes. The Corporation is irrevocably organized exclusively for charitable, educational, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended, modified or replaced by any future United States law (the "Code") and for the benefit of, to perform the functions of, or to carry out the purposes of the Housing Authority of Key West, Florida, an organization described in Section 170(b)(1)(A)(v) of the Code. In pursuance of the foregoing purposes, the Corporation may engage in any lawful purpose that nonprofit corporations may conduct under the Act. Notwithstanding any provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or (c) by a corporation described in Section 509(a)(3)(A) of the Code.

**ARTICLE 3.  
PRINCIPAL OFFICE AND ADDRESS**

3.1 Initial Principal Office. The initial principal office of the Corporation is 1400 Kennedy Drive Key West, FL 33040.

3.2 Mailing Address. The mailing address of the Corporation is 1400 Kennedy Drive Key West, FL 33040.

**ARTICLE 4.  
REGISTERED OFFICE AND AGENT**

4.1 Initial Registered Office. The initial registered office of the Corporation shall be the Housing Authority of the City of Key West, 1400 Kenney Drive, Key West, Florida 33040.

4.2 Initial Registered Agent. The name of the initial registered agent found at the initial registered office of the Corporation is the Randall Sterling.

4.3 Acceptance of Appointment as Registered Agent. The initial registered agent appointed by these Articles of Incorporation has, pursuant to Fla. Stat. § 617.0501, provided a written acceptance of appointment, which is attached to these Articles of Incorporation and incorporated herein by this reference.

## **ARTICLE 5. DIRECTORS**

5.1 Election of Directors. The method of election of directors shall be stated in the Bylaws of the Corporation.

## **ARTICLE 6. MEMBERS**

6.1 Sole Member. The sole member of the Corporation shall be the Housing Authority of Key West, Florida.

6.2 Powers of Sole Member. The powers reserved to the Sole Member shall be stated in the Bylaws of the Corporation.

## **ARTICLE 7. DURATION**

7.1 Perpetual Duration. The Corporation shall exist perpetually unless dissolved according to law.

## **ARTICLE 8. INCORPORATORS**

8.1 Name and Address of Incorporator. The names and addresses of the incorporator of the Corporation is:

NAME :

ADDRESS:

Housing Authority of the City of Key West

1400 Kennedy Dr  
Key West, FL 33040

## **ARTICLE 9. DISSOLUTION**

9.1 Distribution of Assets. Upon the dissolution of the Corporation and the winding up of its affairs, the assets and properties of the Corporation not needed for the payment of its lawful debts and expenses shall be distributed to the Housing Authority of the City of Key West, Florida or to such housing authority as may be the successor to it, if any, and if there is no successor, then such assets and properties shall be distributed in such a manner as required by federal law or the laws of the State of Florida, whichever shall be applicable, and shall be used exclusively for public purposes.

*[Remainder of this page intentionally left blank]*

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STATE

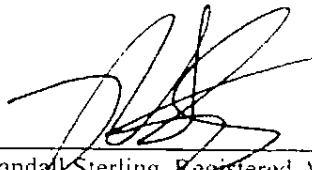
### CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Fla. Stat. § 617.0501, Key West Housing Development Corporation submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida.

1. Name of the Corporation. The name of the Corporation is Key West Housing Development Corporation.

2. Name and Address of the Registered Agent and Office: The initial registered office of the Corporation is 1400 Kennedy Drive, Key West, Florida 33040, and the name of the initial registered agent found at the initial registered office of the Corporation is Randall Sterling.

I, the undersigned person, having been named as registered agent and appointed to accept service of process for the above-stated corporation at the place designated in this statement, accept the appointment as registered agent, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Randall Sterling, Registered Agent

Dated: May ~~2024~~ September 10, 2024

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SEP 12 AM 9:47  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10<sup>th</sup>  
day of ~~April~~, 2024. September, 2024.

HOUSING AUTHORITY OF THE CITY OF KEY  
WEST

By: John G. Parks, Jr.

Name: John G. Parks, Jr.

Its: Chairman

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2024 SEP 12 AM 9:47

WILAHASSEE, FL STATE

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Randall Sterling, Registered Agent

Dated: April ~~2024~~ September 10, 2024