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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2006 JAN 19 P 3:55

FILED

December 12, 2005

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

Dear Sir or Madam:

Attached are, one original, one copy of the articles for S&A Real Estate Inc., a transmittal letter and a check in the amount of \$87.50 for the filing fees.

Please send all correspondence to 2175 NW 173<sup>rd</sup> Terr Miami, Florida 33056. If you have any questions concerning this matter please feel free to contact me at (786) 295-7632.

Thank you,

A handwritten signature in cursive script that reads "Elizabeth Scott". The signature is written in black ink and includes a long horizontal flourish extending to the right.

Elizabeth Scott,  
Registered Agent

**TRANSMITTAL LETTER**

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

**SUBJECT: S&A Real Estate Inc.**

Enclosed are an original and one (1) copy of the articles of the incorporation and 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: Elizabeth Scott  
2175 NW 173<sup>rd</sup> Terr  
Miami, FL 33056  
786-295-7632

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 15, 2005

ELIZABETH SCOTT  
2175 NW 173RD  
MIAMI, FL 33056

SUBJECT: S & A REAL ESTATE INC.  
Ref. Number: W05000055327

We have received your document for S & A REAL ESTATE INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of 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) 245-6962.

Valerie Herring  
Document Specialist  
New Filing Section

Letter Number: 005A00072158

December 30, 2005

Division of Corporation  
Attention: Tyrone Scott  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Tyrone Scott,

Enclosed are an original and one (1) copy of the articles of incorporation. The name of the corporation were renamed S&A Community Development Corporation. A check for \$87.50 were previously sent and the articles were mailed back to us because another company already had that name.

If you need any further information concerning this matter please do not hesitate to contact me at (786) 295-7632 or (786) 333-0991.

Thank you,

A handwritten signature in black ink, appearing to read "Elizabeth Scott", written over a horizontal line.

Elizabeth Scott  
Register Agency

**ARTICLES OF INCORPORATION  
OF  
S & A Community Development Corporation**

**FILED**  
2008 JAN 19 3:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Status, adopts the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of the corporation is: S & A Community Development Corporation.

**ARTICLE II. ADDRESS**

**Principal place of business and mailing address**

The mailing address and principal office address for this corporation shall be:

2175 NW 173<sup>rd</sup> Terrace  
Miami, Florida 33056-4751

**ARTICLE III**

The period of duration is perpetual. The corporation is organized pursuant to the Not for Profit Corporation laws of the State of Florida. The qualification for members if any, and the manner of their admission shall be regulated by the bylaws.

**ARTICLE IV.**

The purpose for which this corporation is formed is exclusively charitable, educational and scientific and consists of the following:

- 1.) To improve the housing condition for neighborhoods with economically disadvantaged residents.
- 2.) Our goal is to build affordable rental property on vacant lots: secure ownership and revitalize neglected apartment complexes.
- 3.) To provide affordable houses for 1<sup>st</sup> time home buyers.
- 4.) To secure grant that are committed to supporting community development projects.
- 5.) To promote entrepreneurship and small business development in the areas we will identify to target.

## ARTICLE V

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.

## ARTICLE VI

- 1). There shall be six directors on the initial Board of Directors.
- 2). The method of election of the Board of Directors shall be stated in the bylaws.
- 3). The names and addresses of the initial Board of Directors are:

<b>Name</b>	<b>Address</b>
1) Steven Simpkins/ President	2175 NW 173 <sup>rd</sup> Terr Miami, Florida 33056
2) Alonzetta Simpkins/Vice President	2175 NW 173 <sup>rd</sup> Terr Miami, FL 33056
3) Vivian Mitchell/ Director	2175 NW 173 <sup>rd</sup> Terr Miami, FL 33056
4) Mary Perkins/Treasurer	2175 NW 173 <sup>rd</sup> Terr Miami, FL 33056
5) Elizabeth Scott/ Secretary	2175 NW 173 <sup>rd</sup> Terr Miami, FL 33056
6) Vonn Gibbons/ Director	2175 NW 173 <sup>rd</sup> Terr Miami, FL 33056
7) Tyrone Scott / Director	2175 NW 173 <sup>rd</sup> Terr Miami, FL 33056

## ARTICLE VII

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.

## ARTICLE VIII

This corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefits 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 rendered and to make payments and distributions in furtherance of the purposes set forth in the above paragraph.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the 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, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE IX

Any person (and the heirs, executors and administration of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.



**ARTICLE X**  
**Incorporators**


The name and the street address of the incorporator for these articles of incorporation is:

Steven Simpkins  
2175 N.W. 173rd Terrace  
Miami, FL. 33056

The undersigned incorporator has executed these Articles of Incorporation this 30<sup>th</sup> day of December, 2005.

(An Additional article must be added if and effective date is requested)

Signature of Incorporator:

  
Steven Simpkins

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar and accept the appointment as registered agent and agree to act in this capacity.

2175 NW 173rd Terrace Miami, FL 33056

Mabelth Scott  
Signature/Registered Agent

12-30-2005  
Date

Steven Simpkins  
Signature/Incorporator

12-30-2005  
Date

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