

ARTICLES OF INCORPORATION
of
INVEST FORT LAUDERDALE, INC.
(A Florida Not-For-Profit Corporation)

Pursuant to the provisions of Chapter 617 et al, Florida Statutes, the undersigned incorporator, Clarence Woods, adopts the following Articles of Incorporation and hereby certifies as follows:

Article I.
NAME

The name of this corporation shall be Invest Fort Lauderdale, Inc. (hereinafter called the "Corporation"). The Corporation is a not-for-profit corporation as defined in Chapter 617, Florida Statutes.

Article II.
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the Corporation is 914 Sistrunk Blvd., Suite 200, Fort Lauderdale, Florida 33311.

Article III.
PURPOSE

This Corporation is a non-profit corporation, organized for charitable, scientific and/or educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and for the purpose of engaging in any lawful act or activity not for pecuniary profit for which not-for-profit corporations may be organized, so far as or may be permitted by the laws of the State of Florida and Section 501 (c)(3) of the Code, or any corresponding section of any future federal tax code. The mission of the Corporation is to reduce poverty, create jobs, provide for a sustainable living wage, support the development of affordable housing, support small business development, provide for economic development and engage or undertake other activities which fosters a sustainable and viable community.

The activities of the Corporation are limited to the geographical area defined in Resolution 95-86 adopted on June 20, 1995 (attached hereto as Exhibit 1) by the City Commission of the City of Fort Lauderdale (the "Community"). This Community of concern was created based on findings by the City Commission that the Community "has a substantial number of slum, deteriorated or deteriorating structures and conditions which endanger the life or property by fire or other causes or one or more specified factors which substantially impairs or arrests the sound growth of a municipality and is a menace to the public health, safety, morals or welfare in its present condition and use". These conditions are conducive for disease, infant mortality, juvenile delinquency, poverty and crime.

In furtherance of the foregoing purposes, the Corporation shall have all the general powers enumerated in Chapter 617, Florida Statutes and such other powers as are now or hereafter permitted by law for a corporation organized for the foregoing purposes, including, without limitation, the following:

- (i) To acquire by purchase, lease, gift or bequest, devise or otherwise, real or personal property on any interest therein and to construct, rehabilitate, improve, sell, lease and maintain such property for the purposes herein, which shall include use of the property for its principal place of business.
- (ii) To secure grants, loans, equity investments and other financial assistance to support the purposes and mission of the Corporation.
- (iii) To disseminate information and furnish advice and technical assistance and liason with federal, state and local authorities.
- (iv) To borrow money and to issue negotiable instruments and other obligations.
- (v) To sell, lease, mortgage or otherwise dispose of or encumber any assets or any of its real or personal property or any interest therein upon such terms as it may determine.
- (vi) To enter into covenants and agreements and to comply with all terms, conditions and provisions thereof, and otherwise to carry out its corporate purposes.
- (vii) To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof.
- (viii) To act consistent with carrying out its corporate purposes and its status as a Section 501 (c) 3 charitable entity.

Article IV. **MEMBERSHIP**

The Board of Directors may establish membership in the Corporation and the rights and powers of the members at its discretion.

Article V. **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 914 Sistrunk Blvd, Suite 200, Fort Lauderdale, Fl 33311; and the name of the Corporation's initial registered agent at that address is Lynn Solomon.

Article VI.
BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors consisting of no less and no more than five (5) directors. The Board of Directors shall be appointed by the Board of Commissioners of the Fort Lauderdale Community Redevelopment Agency ("CRA") by majority vote at a duly noticed meeting in which a quorum is present. Each Commissioner shall have the power to nominate one director, but such nomination must be confirmed by a majority vote of the Board of Commissioners of the CRA. Any change in the composition or number of directors must be approved by a majority vote of the Board of Commissioners of the CRA by amendment to these Articles of Incorporation. Further, the Board of Commissioners of the CRA shall have the power to remove directors with or without cause by the same manner as directors are appointed. The initial directors are:

Name	Address
1.	
2.	
3.	
4.	
5.	

Article VII.
AMENDMENT

These Articles of Incorporation may not be altered, amended, or repealed without the written consent of the Board of Commissioners of the Fort Lauderdale Community Redevelopment Agency during a duly convened, properly noticed meeting at which a quorum is present.

Article VIII.
INCORPORATOR

The name and address of the initial incorporator of these Articles of Incorporation is Clarence Woods, 914 Sistrunk Blvd., Suite 200, Fort Lauderdale, FL 33311.

Article IX.
DURATION OF CORPORATION

The period of the duration of the Corporation is perpetual unless dissolved according to law, including according to Chapter 163, Part III of the Florida Statutes.

Article X.
FISCAL YEAR

The fiscal year for the Corporation shall be the calendar year January 1 through December 31.

Article XI.
DISSOLUTION

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws. Any such assets not disposed of by transfer to another qualified entity shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, for dispositions to such organizations as the court shall determine, which organizations shall be established tax exempt organizations under Section 501 (c) 3 of the Internal Revenue Code.

Article XII.
LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of section 501 of the Code), and the Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, 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 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Code.

Article XIII
EFFECTIVE DATE

The Effective Date of the Corporation shall be the date of filing of these Articles of Incorporation with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this ____ day of _____, 2021.

Clarence Woods, Incorporator

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Clarence Woods, Incorporator

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 with and accept the appointment as registered agent and agree to act in this capacity.

Lynn Solomon, Registered Agent

EXHIBIT 1

RESOLUTION NO. 95-86

A RESOLUTION OF THE CITY COMMISSION OF THE CITY OF FORT LAUDERDALE, FLORIDA, FINDING THAT ONE OR MORE SLUM OR BLIGHTED AREAS AS DEFINED IN PART III, CHAPTER 163, FLORIDA STATUTES, EXIST IN THE CITY OF FORT LAUDERDALE WITHIN THAT AREA LYING BETWEEN SUNRISE BOULEVARD ON THE NORTH, BROWARD BOULEVARD ON THE SOUTH, THE CITY CORPORATE LIMIT LINE ON THE WEST AND FEDERAL HIGHWAY ON THE EAST; EXCEPT FOR AND LESS THAT PORTION LYING SOUTH OF N.E. 4TH STREET AND EAST OF ANDREWS AVENUE BETWEEN BROWARD BOULEVARD AND FEDERAL HIGHWAY; FINDING THAT REHABILITATION, CONSERVATION, REDEVELOPMENT OR A COMBINATION OF SUCH ACTIVITIES IN SUCH AREA IS NECESSARY IN THE INTEREST OF THE PUBLIC HEALTH, SAFETY, MORALS AND WELFARE OF THE RESIDENTS OF THE CITY OF FORT LAUDERDALE; DECLARING A NEED FOR A COMMUNITY REDEVELOPMENT AGENCY; AND DECLARING THE CITY COMMISSION OF THE CITY OF FORT LAUDERDALE TO BE THE COMMUNITY REDEVELOPMENT AGENCY FOR THE NORTHWEST-PROGRESSO-FLAGLER HEIGHTS COMMUNITY REDEVELOPMENT AREA.

WHEREAS, pursuant to a Special Act of the Florida Legislature adopted in 1961, which Special Act is known as the "Fort Lauderdale Urban Renewal Law" (the "Special Act") and the provisions of Part III of the Community Redevelopment Act of 1969, Florida Statutes, as amended, (sometimes referred to as the "Redevelopment Act"), the City of Fort Lauderdale may be empowered to formulate a workable program for utilizing appropriate private and public resources to eliminate and prevent the development or spread of slum or blighted areas, to encourage needed community rehabilitation and to provide for the redevelopment of slum and blighted areas; and

WHEREAS, pursuant to Resolution No. 89-1132 adopted by the Broward County Commission on April 11, 1989, Broward County delegated to the City Commission of the City of Fort Lauderdale, Florida, the authority to create a Community Redevelopment Agency to operate within the jurisdiction of the City, and the authority to exercise all those powers conferred upon local governments by Part III of the Community Redevelopment Act of 1969, Florida Statutes, as amended, subject to the review and approval of the community redevelopment plan by the Board of County Commissioners of Broward County, Florida within the municipal boundaries of the City of Fort Lauderdale; and

WHEREAS, the City Commission of the City of Fort Lauderdale has created a community redevelopment area known as the Central Beach Community Redevelopment Area ("CBCRA"), and adopted a plan for its redevelopment; and

WHEREAS, pursuant to Resolution Nos. 89-90 and 89-91, adopted on April 18, 1989, the City Commission of the City of Fort Lauderdale, appointed itself to act as the Community Redevelopment Agency for the CBCRA; and

WHEREAS, a new area within the northwest and northeast quadrants of the City of Fort Lauderdale, Florida, has been identified and a study has been undertaken and completed to determine if slum or blight conditions, or both exist within such area, hereinafter referred to as the "Northwest-Progresso-Flagler Heights Community Redevelopment Area" or "NPF Redevelopment Area"; and

WHEREAS, such area qualifies as a "blighted area" as that term is defined in Section 163.340(8), Florida Statutes, to include an area in which there are a substantial number of slum, deteriorated or deteriorating structures and conditions which endanger life or property by fire or other causes or one or more specified factors which substantially impairs or arrests the sound growth of a municipality and is a menace to the public health, safety, morals or welfare in its present condition and use; and

WHEREAS, it is recognized by the City Commission that such finding of the existence of one or more slum or blighted areas within the NPF Redevelopment Area does not necessarily imply that all properties within the area of the finding are slum or blighted, but rather that there is the existence of a substantial number of slum, deteriorated or deteriorating structures within the area, thereby necessitating an overall redesign and plan of the area so that a balanced, integrated plan can be developed for the area; and

WHEREAS, there exist certain properties within the area described in Section 2 below which are not blighted but which are impacted and affected by the existence of slum, deteriorated or deteriorating structures; and

WHEREAS, accordingly, the City Commission desires to declare blighted the NPF Redevelopment Area and wishes to pursue community redevelopment activities in the area described herein pursuant to the provisions of the Special Act and Redevelopment Act; and

WHEREAS, the City Commission has received the recommendations and presentation of its administrative officials;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF FORT LAUDERDALE, FLORIDA:

SECTION 1. That the above recitals are true, correct and incorporated into this Resolution by this reference.

SECTION 2. That the City Commission of the City of Fort Lauderdale, Florida, does hereby find, based on the information presented to the City Commission in a public meeting that one or more slum or blighted areas as defined in Part III, Chapter 163, Florida Statutes, exist within the area lying between Sunrise Boulevard on the north, Broward Boulevard on the south, the City corporate limit line on the west, and Federal Highway on the east; except for and less that portion lying south of N.E. 4th Street and east of Andrews Avenue between Broward Boulevard and Federal Highway, legally described and depicted on the Exhibit, attached hereto and incorporated herein (the "Northwest-Progresso-Flagler Heights Community Redevelopment Area").

SECTION 3. That the City Commission of the City of Fort Lauderdale, Florida further finds and determines that rehabilitation, conservation, redevelopment or a combination thereof is necessary in the interest of the public health, safety, morals and welfare of the residents of the City of Fort Lauderdale, Florida.

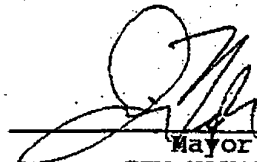
SECTION 4. That as a result of the finding of the existence of one or more slum or blighted areas in Section 2 hereof and the necessity for rehabilitation, conservation or redevelopment, or combination thereof, in Section 3 hereof, the City Commission does hereby declare the City Commission of the City of Fort Lauderdale, Florida, to be the Community Redevelopment Agency for the NPF Redevelopment Area with all of the rights, powers, duties, privileges and immunities vested in it as provided in Resolution No. 89-90 and Resolution No. 89-91 adopted by the City Commission on April 18, 1989 for the purpose of rehabilitating the NPF Redevelopment Area and eradicating conditions of slum or blight, or both, therein.

SECTION 5. That the City Commission hereby determines that the finding of the NPF Redevelopment Area to be a slum or blighted area is made for the purpose of determining that community redevelopment in such community redevelopment area may be planned and initiated pursuant to Section 163.360(1), Florida Statutes, and that the adoption of the community redevelopment plan and establishment of the boundaries of the community redevelopment area as provided in Section 163.362, Florida Statutes, may include an area that may be reduced in scope from the NPF Redevelopment Area described in this Resolution.

SECTION 6. That the City Clerk is hereby authorized and directed to notify all "taxing authorities", as that term is defined, in the Redevelopment Act, of the adoption of this Resolution.

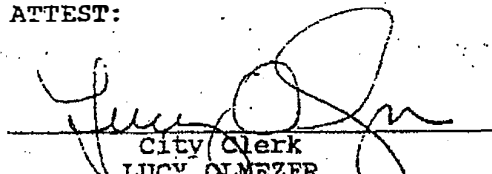
SECTION 7. That this Resolution shall take effect immediately upon its adoption.

ADOPTED this the 20th day of June, 1995.



Mayor
JIM NAUGLE

ATTEST:



City Clerk
LUCY OLMEZER

**NORTHWEST-PROGRESSO-FLAGLER HEIGHTS COMMUNITY REDEVELOPMENT AREA
LEGAL DESCRIPTION**

**LANDS LYING IN SECTIONS 2, 3, 4 AND 5, TOWNSHIP 50 SOUTH, RANGE
42 EAST, BROWARD COUNTY, FLORIDA, BEING DESCRIBED AS FOLLOWS:**

**ALL OF SAID SECTION 5 LYING EASTERLY OF THE CORPORATE LIMITS OF
THE CITY OF FORT LAUDERDALE, AS DESCRIBED IN CHAPTER 65-1540,
FLORIDA STATUTES AND IN CITY OF FORT LAUDERDALE ORDINANCE
C-75-41; TOGETHER WITH ALL OF SAID SECTIONS 3 AND 4 LYING SOUTH
OF THE SOUTH RIGHT OF WAY LINE OF SUNRISE BOULEVARD; TOGETHER
WITH ALL OF THAT PORTION OF SAID SECTION 2 LYING WEST OF THE
WESTERLY RIGHT OF WAY LINE OF NORTH FEDERAL HIGHWAY AND SOUTH OF
THE SOUTH RIGHT OF WAY LINE OF SUNRISE BOULEVARD;**

LESS AND EXCEPT:

**THAT PORTION OF SAID SECTION 3, BEING BOUNDED ON THE WEST BY THE
EAST RIGHT OF WAY LINE OF NORTH ANDREWS AVENUE, ON THE SOUTH BY
THE SOUTH LINE OF SAID SECTION 3, ON THE EAST BY THE EAST LINE OF
SAID SECTION 3 AND ON THE NORTH BY THE SOUTH RIGHT OF WAY LINE OF
NORTHEAST 4TH STREET.**

**Exhibit
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