Schedule A. Churches

1a	Do you have a written creed, statement of faith, or summary of beliefs? If "Yes," attach copies of relevant documents.	☐ Yes	☐ No
b	Do you have a form of worship? If "Yes," describe your form of worship.	☐ Yes	☐ No
2a	Do you have a formal code of doctrine and discipline? If "Yes," describe your code of doctrine and discipline.	☐ Yes	☐ No
b	Do you have a distinct religious history? If "Yes," describe your religious history.	☐ Yes	☐ No
c	Do you have a literature of your own? If "Yes," describe your literature.	☐ Yes	☐ No
3	Describe the organization's religious hierarchy or ecclesiastical government.		
4a	Do you have regularly scheduled religious services? If "Yes," describe the nature of the services and provide representative copies of relevant literature such as church bulletins.	☐ Yes	☐ No
b	What is the average attendance at your regularly scheduled religious services?		
5a	Do you have an established place of worship? If "Yes," refer to the instructions for the information required.	☐ Yes	☐ No
b	Do you own the property where you have an established place of worship?	☐ Yes	☐ No
6	Do you have an established congregation or other regular membership group? If "No," refer to the instructions.	☐ Yes	☐ No
7	How many members do you have?		
8a	Do you have a process by which an individual becomes a member? If "Yes," describe the process and complete lines 8b–8d, below.	☐ Yes	☐ No
b	If you have members, do your members have voting rights, rights to participate in religious functions, or other rights? If "Yes," describe the rights your members have.	☐ Yes	☐ No
c	May your members be associated with another denomination or church?	☐ Yes	☐ No
d	Are all of your members part of the same **family**?	☐ Yes	☐ No
9	Do you conduct baptisms, weddings, funerals, etc.?	☐ Yes	☐ No
10	Do you have a school for the religious instruction of the young?	☐ Yes	☐ No
11a	Do you have a minister or religious leader? If "Yes," describe this person's role and explain whether the minister or religious leader was ordained, commissioned, or licensed after a prescribed course of study.	☐ Yes	☐ No
b	Do you have schools for the preparation of your ordained ministers or religious leaders?	☐ Yes	☐ No
12	Is your minister or religious leader also one of your officers, directors, or trustees?	☐ Yes	☐ No
13	Do you ordain, commission, or license ministers or religious leaders? If "Yes," describe the requirements for ordination, commission, or licensure.	☐ Yes	☐ No
14	Are you part of a group of churches with similar beliefs and structures? If "Yes," explain. Include the name of the group of churches.	☐ Yes	☐ No
15	Do you issue church charters? If "Yes," describe the requirements for issuing a charter.	☐ Yes	☐ No
16	Did you pay a fee for a church charter? If "Yes," attach a copy of the charter.	☐ Yes	☐ No
17	Do you have other information you believe should be considered regarding your status as a church? If "Yes," explain.	☐ Yes	☐ No

Schedule B. Schools, Colleges, and Universities

If you operate a school as an activity, complete Schedule B

Section I Operational Information

1a	Do you normally have a regularly scheduled curriculum, a regular faculty of qualified teachers, a regularly enrolled student body, and facilities where your educational activities are regularly carried on? If "No," do not complete the remainder of Schedule B.	☐ Yes	☐ No
b	Is the primary function of your school the presentation of formal instruction? If "Yes," describe your school in terms of whether it is an elementary, secondary, college, technical, or other type of school. If "No," do not complete the remainder of Schedule B.	☐ Yes	☐ No
2a	Are you a public school because you are operated by a state or subdivision of a state? If "Yes," explain how you are operated by a state or subdivision of a state. Do not complete the remainder of Schedule B.	☐ Yes	☐ No
b	Are you a public school because you are operated wholly or predominantly from government funds or property? If "Yes," explain how you are operated wholly or predominantly from government funds or property. Submit a copy of your funding agreement regarding government funding. Do not complete the remainder of Schedule B.	☐ Yes	☐ No
3	In what public school district, county, and state are you located?		
4	Were you formed or substantially expanded at the time of public school desegregation in the above school district or county?	☐ Yes	☐ No
5	Has a state or federal administrative agency or judicial body ever determined that you are racially discriminatory? If "Yes," explain.	☐ Yes	☐ No
6	Has your right to receive financial aid or assistance from a governmental agency ever been revoked or suspended? If "Yes," explain.	☐ Yes	☐ No
7	Do you or will you contract with another organization to develop, build, market, or finance your facilities? If "Yes," explain how that entity is selected, explain how the terms of any contracts or other agreements are negotiated at arm's length, and explain how you determine that you will pay no more than fair market value for services. **Note.** Make sure your answer is consistent with the information provided in Part VIII, line 7a.	☐ Yes	☐ No
8	Do you or will you manage your activities or facilities through your own employees or volunteers? If "No," attach a statement describing the activities that will be managed by others, the names of the persons or organizations that manage or will manage your activities or facilities, and how these managers were or will be selected. Also, submit copies of any contracts, proposed contracts, or other agreements regarding the provision of management services for your activities or facilities. Explain how the terms of any contracts or other agreements were or will be negotiated, and explain how you determine you will pay no more than fair market value for services. **Note.** Answer "Yes" if you manage or intend to manage your programs through your own employees or by using volunteers. Answer "No" if you engage or intend to engage a separate organization or independent contractor. Make sure your answer is consistent with the information provided in Part VIII, line 7b.	☐ Yes	☐ No

Section II Establishment of Racially Nondiscriminatory Policy

Information required by **Revenue Procedure 75-50.**

1	Have you adopted a racially nondiscriminatory policy as to students in your organizing document, bylaws, or by resolution of your governing body? If "Yes," state where the policy can be found or supply a copy of the policy. If "No," you must adopt a nondiscriminatory policy as to students before submitting this application. See Publication 557.	☐ Yes	☐ No
2	Do your brochures, application forms, advertisements, and catalogues dealing with student admissions, programs, and scholarships contain a statement of your racially nondiscriminatory policy?	☐ Yes	☐ No
a	If "Yes," attach a representative sample of each document.		
b	If "No," by checking the box to the right you agree that all future printed materials, including website content, will contain the required nondiscriminatory policy statement.	▶ ☐	
3	Have you published a notice of your nondiscriminatory policy in a newspaper of general circulation that serves all racial segments of the community? (See the instructions for specific requirements.) If "No," explain.	☐ Yes	☐ No
4	Does or will the organization (or any department or division within it) discriminate in any way on the basis of race with respect to admissions; use of facilities or exercise of student privileges; faculty or administrative staff; or scholarship or loan programs? If "Yes," for any of the above, explain fully.	☐ Yes	☐ No

Schedule B. Schools, Colleges, and Universities *(Continued)*

5 Complete the table below to show the racial composition for the current academic year and projected for the next academic year, of: (a) the student body, (b) the faculty, and (c) the administrative staff. Provide actual numbers rather than percentages for each racial category.

If you are not operational, submit an estimate based on the best information available (such as the racial composition of the community served).

Racial Category	(a) Student Body		(b) Faculty		(c) Administrative Staff	
	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year
Total						

6 In the table below, provide the number and amount of loans and scholarships awarded to students enrolled by racial categories.

Racial Category	Number of Loans		Amount of Loans		Number of Scholarships		Amount of Scholarships	
	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year
Total								

7a Attach a list of your incorporators, founders, board members, and donors of land or buildings, whether individuals or organizations.

b Do any of these individuals or organizations have an objective to maintain segregated public or private school education? If "Yes," explain. ☐ Yes ☐ No

8 Will you maintain records according to the non-discrimination provisions contained in Revenue Procedure 75-50? If "No," explain. (See instructions.) ☐ Yes ☐ No

Schedule C. Hospitals and Medical Research Organizations

Check the box if you are a **hospital**. See the instructions for a definition of the term "hospital," which includes an organization whose principal purpose or function is providing **hospital** or **medical care**. Complete Section I below. ☐

Check the box if you are a **medical research organization** operated in conjunction with a hospital. See the instructions for a definition of the term "medical research organization," which refers to an organization whose principal purpose or function is medical research and which is directly engaged in the continuous active conduct of medical research in conjunction with a hospital. Complete Section II. ☐

Section I Hospitals

1a	Are all the doctors in the community eligible for staff privileges? If "No," give the reasons why and explain how the medical staff is selected.	☐ Yes	☐ No
2a	Do you or will you provide medical services to all individuals in your community who can pay for themselves or have private health insurance? If "No," explain.	☐ Yes	☐ No
b	Do you or will you provide medical services to all individuals in your community who participate in Medicare? If "No," explain.	☐ Yes	☐ No
c	Do you or will you provide medical services to all individuals in your community who participate in Medicaid? If "No," explain.	☐ Yes	☐ No
3a	Do you or will you require persons covered by Medicare or Medicaid to pay a deposit before receiving services? If "Yes," explain.	☐ Yes	☐ No
b	Does the same deposit requirement, if any, apply to all other patients? If "No," explain.	☐ Yes	☐ No
4a	Do you or will you maintain a full-time emergency room? If "No," explain why you do not maintain a full-time emergency room. Also, describe any emergency services that you provide.	☐ Yes	☐ No
b	Do you have a policy on providing emergency services to persons without apparent means to pay? If "Yes," provide a copy of the policy.	☐ Yes	☐ No
c	Do you have any arrangements with police, fire, and voluntary ambulance services for the delivery or admission of emergency cases? If "Yes," describe the arrangements, including whether they are written or oral agreements. If written, submit copies of all such agreements.	☐ Yes	☐ No
5a	Do you provide for a portion of your services and facilities to be used for charity patients? If "Yes," answer 5b through 5e.	☐ Yes	☐ No
b	Explain your policy regarding charity cases, including how you distinguish between charity care and bad debts. Submit a copy of your written policy.		
c	Provide data on your past experience in admitting charity patients, including amounts you expend for treating charity care patients and types of services you provide to charity care patients.		
d	Describe any arrangements you have with federal, state, or local governments or government agencies for paying for the cost of treating charity care patients. Submit copies of any written agreements.		
e	Do you provide services on a sliding fee schedule depending on financial ability to pay? If "Yes," submit your sliding fee schedule.	☐ Yes	☐ No
6a	Do you or will you carry on a formal program of medical training or medical research? If "Yes," describe such programs, including the type of programs offered, the scope of such programs, and affiliations with other hospitals or medical care providers with which you carry on the medical training or research programs.	☐ Yes	☐ No
b	Do you or will you carry on a formal program of community education? If "Yes," describe such programs, including the type of programs offered, the scope of such programs, and affiliation with other hospitals or medical care providers with which you offer community education programs.	☐ Yes	☐ No
7	Do you or will you provide office space to physicians carrying on their own medical practices? If "Yes," describe the criteria for who may use the space, explain the means used to determine that you are paid at least fair market value, and submit representative lease agreements.	☐ Yes	☐ No
8	Is your board of directors comprised of a majority of individuals who are representative of the community you serve? Include a list of each board member's name and business, financial, or professional relationship with the hospital. Also, identify each board member who is representative of the community and describe how that individual is a community representative.	☐ Yes	☐ No
9	Do you participate in any joint ventures? If "Yes," state your ownership percentage in each joint venture, list your investment in each joint venture, describe the tax status of other participants in each joint venture (including whether they are section 501(c)(3) organizations), describe the activities of each joint venture, describe how you exercise control over the activities of each joint venture, and describe how each joint venture furthers your exempt purposes. Also, submit copies of all agreements. **Note.** Make sure your answer is consistent with the information provided in Part VIII, line 8.	☐ Yes	☐ No

Schedule C. Hospitals and Medical Research Organizations *(Continued)*

Section I Hospitals *(Continued)*

10	Do you or will you manage your activities or facilities through your own employees or volunteers? If "No," attach a statement describing the activities that will be managed by others, the names of the persons or organizations that manage or will manage your activities or facilities, and how these managers were or will be selected. Also, submit copies of any contracts, proposed contracts, or other agreements regarding the provision of management services for your activities or facilities. Explain how the terms of any contracts or other agreements were or will be negotiated, and explain how you determine you will pay no more than fair market value for services. **Note.** Answer "Yes" if you do manage or intend to manage your programs through your own employees or by using volunteers. Answer "No" if you engage or intend to engage a separate organization or independent contractor. Make sure your answer is consistent with the information provided in Part VIII, line 7b.	☐ Yes	☐ No
11	Do you or will you offer recruitment incentives to physicians? If "Yes," describe your recruitment incentives and attach copies of all written recruitment incentive policies.	☐ Yes	☐ No
12	Do you or will you lease equipment, assets, or office space from physicians who have a financial or professional relationship with you? If "Yes," explain how you establish a fair market value for the lease.	☐ Yes	☐ No
13	Have you purchased medical practices, ambulatory surgery centers, or other business assets from physicians or other persons with whom you have a business relationship, aside from the purchase? If "Yes," submit a copy of each purchase and sales contract and describe how you arrived at fair market value, including copies of appraisals.	☐ Yes	☐ No
14	Have you adopted a **conflict of interest policy** consistent with the sample health care organization conflict of interest policy in Appendix A of the instructions? If "Yes," submit a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If "No," explain how you will avoid any conflicts of interest in your business dealings.	☐ Yes	☐ No

Section II Medical Research Organizations

1	Name the hospitals with which you have a relationship and describe the relationship. Attach copies of written agreements with each hospital that demonstrate continuing relationships between you and the hospital(s).
2	Attach a schedule describing your present and proposed activities for the direct conduct of medical research; describe the nature of the activities, and the amount of money that has been or will be spent in carrying them out.
3	Attach a schedule of assets showing their fair market value and the portion of your assets directly devoted to medical research.

Schedule D. Section 509(a)(3) Supporting Organizations

Section I Identifying Information About the Supported Organization(s)

1 State the names, addresses, and EINs of the supported organizations. If additional space is needed, attach a separate sheet.

Name	Address	EIN
		–
		–

2 Are all supported organizations listed in line 1 public charities under section 509(a)(1) or (2)? If "Yes," go to Section II. If "No," go to line 3. ☐ Yes ☐ No

3 Do the supported organizations have tax-exempt status under section 501(c)(4), 501(c)(5), or 501(c)(6)? ☐ Yes ☐ No

If "Yes," for each 501(c)(4), (5), or (6) organization supported, provide the following financial information:

- Part IX-A. Statement of Revenues and Expenses, lines 1–13 and
- Part X, lines 6b(ii)(a), 6b(ii)(b), and 7.

If "No," attach a statement describing how each organization you support is a public charity under section 509(a)(1) or (2).

Section II Relationship with Supported Organization(s)—Three Tests

To be classified as a supporting organization, an organization must meet one of three relationship tests:

Test 1: "Operated, supervised, or controlled by" one or more publicly supported organizations, or
Test 2: "Supervised or controlled in connection with" one or more publicly supported organizations, or
Test 3: "Operated in connection with" one or more publicly supported organizations.

1 Information to establish the "operated, supervised, or controlled by" relationship (Test 1)
Is a majority of your governing board or officers elected or appointed by the supported organization(s)? If "Yes," describe the process by which your governing board is appointed and elected; go to Section III. If "No," continue to line 2. ☐ Yes ☐ No

2 Information to establish the "supervised or controlled in connection with" relationship (Test 2)
Does a majority of your governing board consist of individuals who also serve on the governing board of the supported organization(s)? If "Yes," describe the process by which your governing board is appointed and elected; go to Section III. If "No," go to line 3. ☐ Yes ☐ No

3 Information to establish the "operated in connection with" responsiveness test (Test 3)
Are you a trust from which the named supported organization(s) can enforce and compel an accounting under state law? If "Yes," explain whether you advised the supported organization(s) in writing of these rights and provide a copy of the written communication documenting this; go to Section II, line 5. If "No," go to line 4a. ☐ Yes ☐ No

4 Information to establish the alternative "operated in connection with" responsiveness test (Test 3)

a Do the officers, directors, trustees, or members of the supported organization(s) elect or appoint one or more of your officers, directors, or trustees? If "Yes," explain and provide documentation; go to line 4d, below. If "No," go to line 4b. ☐ Yes ☐ No

b Do one or more members of the governing body of the supported organization(s) also serve as your officers, directors, or trustees or hold other important offices with respect to you? If "Yes," explain and provide documentation; go to line 4d, below. If "No," go to line 4c. ☐ Yes ☐ No

c Do your officers, directors, or trustees maintain a close and continuous working relationship with the officers, directors, or trustees of the supported organization(s)? If "Yes," explain and provide documentation. ☐ Yes ☐ No

d Do the supported organization(s) have a significant voice in your investment policies, in the making and timing of grants, and in otherwise directing the use of your income or assets? If "Yes," explain and provide documentation. ☐ Yes ☐ No

e Describe and provide copies of written communications documenting how you made the supported organization(s) aware of your supporting activities.

Schedule D. Section 509(a)(3) Supporting Organizations *(Continued)*

Section II Relationship with Supported Organization(s)—Three Tests *(Continued)*

5 Information to establish the "operated in connection with" integral part test (Test 3)

Do you conduct activities that would otherwise be carried out by the supported organization(s)? If "Yes," explain and go to Section III. If "No," continue to line 6a. ☐ Yes ☐ No

6 Information to establish the alternative "operated in connection with" integral part test (Test 3)

a Do you distribute at least 85% of your annual **net income** to the supported organization(s)? If "Yes," go to line 6b. (See instructions.) ☐ Yes ☐ No

If "No," state the percentage of your income that you distribute to each supported organization. Also explain how you ensure that the supported organization(s) are attentive to your operations.

b How much do you contribute annually to each supported organization? Attach a schedule.

c What is the total annual revenue of each supported organization? If you need additional space, attach a list.

d Do you or the supported organization(s) **earmark** your funds for support of a particular program or activity? If "Yes," explain. ☐ Yes ☐ No

7a Does your organizing document specify the supported organization(s) by name? If "Yes," state the article and paragraph number and go to Section III. If "No," answer line 7b. ☐ Yes ☐ No

b Attach a statement describing whether there has been an historic and continuing relationship between you and the supported organization(s).

Section III Organizational Test

1a If you met relationship Test 1 or Test 2 in Section II, your organizing document must specify the supported organization(s) by name, or by naming a similar purpose or charitable class of beneficiaries. If your organizing document complies with this requirement, answer "Yes." If your organizing document does not comply with this requirement, answer "No," and see the instructions. ☐ Yes ☐ No

b If you met relationship Test 3 in Section II, your organizing document must generally specify the supported organization(s) by name. If your organizing document complies with this requirement, answer "Yes," and go to Section IV. If your organizing document does not comply with this requirement, answer "No," and see the instructions. ☐ Yes ☐ No

Section IV Disqualified Person Test

You do not qualify as a supporting organization if you are **controlled** directly or indirectly by one or more **disqualified persons** (as defined in section 4946) other than **foundation managers** or one or more organizations that you support. Foundation managers who are also disqualified persons for another reason are disqualified persons with respect to you.

1a Do any persons who are disqualified persons with respect to you, (except individuals who are disqualified persons only because they are foundation managers), appoint any of your foundation managers? If "Yes," (1) describe the process by which disqualified persons appoint any of your foundation managers, (2) provide the names of these disqualified persons and the foundation managers they appoint, and (3) explain how control is vested over your operations (including assets and activities) by persons other than disqualified persons. ☐ Yes ☐ No

b Do any persons who have a family or business relationship with any disqualified persons with respect to you, (except individuals who are disqualified persons only because they are foundation managers), appoint any of your foundation managers? If "Yes," (1) describe the process by which individuals with a family or business relationship with disqualified persons appoint any of your foundation managers, (2) provide the names of these disqualified persons, the individuals with a family or business relationship with disqualified persons, and the foundation managers appointed, and (3) explain how control is vested over your operations (including assets and activities) in individuals other than disqualified persons. ☐ Yes ☐ No

c Do any persons who are disqualified persons, (except individuals who are disqualified persons only because they are foundation managers), have any influence regarding your operations, including your assets or activities? If "Yes," (1) provide the names of these disqualified persons, (2) explain how influence is exerted over your operations (including assets and activities), and (3) explain how control is vested over your operations (including assets and activities) by individuals other than disqualified persons. ☐ Yes ☐ No

Schedule E. Organizations Not Filing Form 1023 Within 27 Months of Formation

Schedule E is intended to determine whether you are eligible for tax exemption under section 501(c)(3) from the postmark date of your application or from your date of incorporation or formation, whichever is earlier. If you are not eligible for tax exemption under section 501(c)(3) from your date of incorporation or formation, Schedule E is also intended to determine whether you are eligible for tax exemption under section 501(c)(4) for the period between your date of incorporation or formation and the postmark date of your application.

1	Are you a church, association of churches, or integrated auxiliary of a church? If "Yes," complete Schedule A and stop here. Do not complete the remainder of Schedule E.	☐ Yes	☐ No
2a	Are you a public charity with annual **gross receipts** that are normally $5,000 or less? If "Yes," stop here. Answer "No" if you are a private foundation, regardless of your gross receipts.	☐ Yes	☐ No
b	If your gross receipts were normally more than $5,000, are you filing this application within 90 days from the end of the tax year in which your gross receipts were normally more than $5,000? If "Yes," stop here.	☐ Yes	☐ No
3a	Were you included as a subordinate in a group exemption application or letter? If "No," go to line 4.	☐ Yes	☐ No
b	If you were included as a subordinate in a group exemption letter, are you filing this application within 27 months from the date you were notified by the organization holding the group exemption letter or the Internal Revenue Service that you cease to be covered by the group exemption letter? If "Yes," stop here.	☐ Yes	☐ No
c	If you were included as a subordinate in a timely filed group exemption request that was denied, are you filing this application within 27 months from the postmark date of the Internal Revenue Service final adverse ruling letter? If "Yes," stop here.	☐ Yes	☐ No
4	Were you created on or before October 9, 1969? If "Yes," stop here. Do not complete the remainder of this schedule.	☐ Yes	☐ No
5	If you answered "No" to lines 1 through 4, we cannot recognize you as tax exempt from your date of formation unless you qualify for an extension of time to apply for exemption. Do you wish to request an extension of time to apply to be recognized as exempt from the date you were formed? If "Yes," attach a statement explaining why you did not file this application within the 27-month period. Do not answer lines 6, 7, or 8. If "No," go to line 6a.	☐ Yes	☐ No
6a	If you answered "No" to line 5, you can only be exempt under section 501(c)(3) from the postmark date of this application. Therefore, do you want us to treat this application as a request for tax exemption from the postmark date? If "Yes," you are eligible for an advance ruling. Complete Part X, line 6a. If "No," you will be treated as a private foundation. **Note.** Be sure your ruling eligibility agrees with your answer to Part X, line 6.	☐ Yes	☐ No
b	Do you anticipate significant changes in your sources of support in the future? If "Yes," complete line 7 below.	☐ Yes	☐ No

Schedule E. Organizations Not Filing Form 1023 Within 27 Months of Formation *(Continued)*

7 Complete this item only if you answered "Yes" to line 6b. Include projected revenue for the first two full years following the current tax year.

Type of Revenue	Projected revenue for 2 years following current tax year		
	(a) From ..... To	(b) From ..... To	(c) Total
1 Gifts, grants, and contributions received (do not include unusual grants)			
2 Membership fees received			
3 Gross investment income			
4 Net unrelated business income			
5 Taxes levied for your benefit			
6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)			
7 Any revenue not otherwise listed above or in lines 9–12 below (attach an itemized list)			
8 Total of lines 1 through 7			
9 Gross receipts from admissions, merchandise sold, or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)			
10 Total of lines 8 and 9			
11 Net gain or loss on sale of capital assets (attach an itemized list)			
12 Unusual grants			
13 Total revenue. Add lines 10 through 12			

8 According to your answers, you are only eligible for tax exemption under section 501(c)(3) from the postmark date of your application. However, you may be eligible for tax exemption under section 501(c)(4) from your date of formation to the postmark date of the Form 1023. Tax exemption under section 501(c)(4) allows exemption from federal income tax, but generally not deductibility of contributions under Code section 170. Check the box at right if you want us to treat this as a request for exemption under 501(c)(4) from your date of formation to the postmark date. ▶ ☐

Attach a completed Page 1 of Form 1024, Application for Recognition of Exemption Under Section 501(a), to this application.

Schedule F. Homes for the Elderly or Handicapped and Low-Income Housing

Section I General Information About Your Housing

1	Describe the type of housing you provide.		
2	Provide copies of any application forms you use for admission.		
3	Explain how the public is made aware of your facility.		
4a	Provide a description of each facility. **b** What is the total number of residents each facility can accommodate? **c** What is your current number of residents in each facility? **d** Describe each facility in terms of whether residents rent or purchase housing from you.		
5	Attach a sample copy of your residency or homeownership contract or agreement.		
6	Do you participate in any joint ventures? If "Yes," state your ownership percentage in each joint venture, list your investment in each joint venture, describe the tax status of other participants in each joint venture (including whether they are section 501(c)(3) organizations), describe the activities of each joint venture, describe how you exercise control over the activities of each joint venture, and describe how each joint venture furthers your exempt purposes. Also, submit copies of all joint venture agreements. **Note.** Make sure your answer is consistent with the information provided in Part VIII, line 8.	☐ Yes	☑ No
7	Do you or will you contract with another organization to develop, build, market, or finance your housing? If "Yes," explain how that entity is selected, explain how the terms of any contract(s) are negotiated at arm's length, and explain how you determine you will pay no more than fair market value for services. **Note.** Make sure your answer is consistent with the information provided in Part VIII, line 7a.	☑ Yes	☐ No
8	Do you or will you manage your activities or facilities through your own employees or volunteers? If "No," attach a statement describing the activities that will be managed by others, the names of the persons or organizations that manage or will manage your activities or facilities, and how these managers were or will be selected. Also, submit copies of any contracts, proposed contracts, or other agreements regarding the provision of management services for your activities or facilities. Explain how the terms of any contracts or other agreements were or will be negotiated, and explain how you determine you will pay no more than fair market value for services. **Note.** Answer "Yes" if you do manage or intend to manage your programs through your own employees or by using volunteers. Answer "No" if you engage or intend to engage a separate organization or independent contractor. Make sure your answer is consistent with the information provided in Part VIII, line 7b.	☑ Yes	☐ No
9	Do you participate in any government housing programs? If "Yes," describe these programs.	☑ Yes	☐ No
10a	Do you own the facility? If "No," describe any enforceable rights you possess to purchase the facility in the future; go to line 10c. If "Yes," answer line 10b.	☐ Yes	☑ No
b	How did you acquire the facility? For example, did you develop it yourself, purchase a project, etc. Attach all contracts, transfer agreements, or other documents connected with the acquisition of the facility.		
c	Do you lease the facility or the land on which it is located? If "Yes," describe the parties to the lease(s) and provide copies of all leases.	☐ Yes	☑ No

Schedule F. Homes for the Elderly or Handicapped and Low-Income Housing *(Continued)*

Section II Homes for the Elderly or Handicapped

1a	Do you provide housing for the elderly? If "Yes," describe who qualifies for your housing in terms of age, infirmity, or other criteria and explain how you select persons for your housing.	☐ Yes	☑ No
b	Do you provide housing for the handicapped? If "Yes," describe who qualifies for your housing in terms of disability, income levels, or other criteria and explain how you select persons for your housing.	☐ Yes	☑ No
2a	Do you charge an entrance or founder's fee? If "Yes," describe what this charge covers, whether it is a one-time fee, how the fee is determined, whether it is payable in a lump sum or on an installment basis, whether it is refundable, and the circumstances, if any, under which it may be waived.	☐ Yes	☑ No
b	Do you charge periodic fees or maintenance charges? If "Yes," describe what these charges cover and how they are determined.	☐ Yes	☑ No
c	Is your housing affordable to a significant segment of the elderly or handicapped persons in the community? Identify your **community**. Also, if "Yes," explain how you determine your housing is affordable.	☐ Yes	☑ No
3a	Do you have an established policy concerning residents who become unable to pay their regular charges? If "Yes," describe your established policy.	☐ Yes	☑ No
b	Do you have any arrangements with government welfare agencies or others to absorb all or part of the cost of maintaining residents who become unable to pay their regular charges? If "Yes," describe these arrangements.	☐ Yes	☑ No
4	Do you have arrangements for the healthcare needs of your residents? If "Yes," describe these arrangements.	☐ Yes	☑ No
5	Are your facilities designed to meet the physical, emotional, recreational, social, religious, and/or other similar needs of the elderly or handicapped? If "Yes," describe these design features.	☐ Yes	☑ No

Section III Low-Income Housing

1	Do you provide low-income housing? If "Yes," describe who qualifies for your housing in terms of income levels or other criteria, and describe how you select persons for your housing.	☑ Yes	☐ No
2	In addition to rent or mortgage payments, do residents pay periodic fees or maintenance charges? If "Yes," describe what these charges cover and how they are determined.	☐ Yes	☑ No
3a	Is your housing affordable to low income residents? If "Yes," describe how your housing is made affordable to low-income residents. **Note.** Revenue Procedure 96-32, 1996-1 C.B. 717, provides guidelines for providing low-income housing that will be treated as charitable. (At least 75% of the units are occupied by low-income tenants or 40% are occupied by tenants earning not more than 120% of the very low-income levels for the area.)	☑ Yes	☐ No
b	Do you impose any restrictions to make sure that your housing remains affordable to low-income residents? If "Yes," describe these restrictions.	☑ Yes	☐ No
4	Do you provide social services to residents? If "Yes," describe these services.	☐ Yes	☑ No

Schedule G. Successors to Other Organizations

1a Are you a **successor** to a **for-profit organization**? If "Yes," explain the relationship with the **predecessor** organization that resulted in your creation and complete line 1b. ☐ Yes ☑ No

b Explain why you took over the activities or assets of a for-profit organization or converted from for-profit to nonprofit status.

2a Are you a successor to an organization other than a for-profit organization? Answer "Yes" if you have taken or will take over the activities of another organization; or you have taken or will take over 25% or more of the fair market value of the net assets of another organization. If "Yes," explain the relationship with the other organzation that resulted in your creation. ☐ Yes ☑ No

b Provide the tax status of the predecessor organization.

c Did you or did an organization to which you are a successor previously apply for tax exemption under section 501(c)(3) or any other section of the Code? If "Yes," explain how the application was resolved. ☐ Yes ☑ No

d Was your prior tax exemption or the tax exemption of an organization to which you are a successor revoked or suspended? If "Yes," explain. Include a description of the corrections you made to re-establish tax exemption. ☐ Yes ☑ No

e Explain why you took over the activities or assets of another organization.

3 Provide the name, last address, and EIN of the predecessor organization and describe its activities.

Name: _____ **EIN:** – _____

Address: _____

4 List the owners, partners, principal stockholders, officers, and governing board members of the predecessor organization. Attach a separate sheet if additional space is needed.

Name	Address	Share/Interest (If a for-profit)

5 Do or will any of the persons listed in line 4, maintain a working relationship with you? If "Yes," describe the relationship in detail and include copies of any agreements with any of these persons or with any for-profit organizations in which these persons own more than a 35% interest. ☐ Yes ☑ No

6a Were any assets transferred, whether by gift or sale, from the predecessor organization to you? If "Yes," provide a list of assets, indicate the value of each asset, explain how the value was determined, and attach an appraisal, if available. For each asset listed, also explain if the transfer was by gift, sale, or combination thereof. ☐ Yes ☑ No

b Were any restrictions placed on the use or sale of the assets? If "Yes," explain the restrictions. ☐ Yes ☑ No

c Provide a copy of the agreement(s) of sale or transfer.

7 Were any debts or liabilities transferred from the predecessor for-profit organization to you? If "Yes," provide a list of the debts or liabilities that were transferred to you, indicating the amount of each, how the amount was determined, and the name of the person to whom the debt or liability is owed. ☐ Yes ☑ No

8 Will you lease or rent any property or equipment previously owned or used by the predecessor for-profit organization, or from persons listed in line 4, or from for-profit organizations in which these persons own more than a 35% interest? If "Yes," submit a copy of the lease or rental agreement(s). Indicate how the lease or rental value of the property or equipment was determined. ☐ Yes ☑ No

9 Will you lease or rent property or equipment to persons listed in line 4, or to for-profit organizations in which these persons own more than a 35% interest? If "Yes," attach a list of the property or equipment, provide a copy of the lease or rental agreement(s), and indicate how the lease or rental value of the property or equipment was determined. ☐ Yes ☑ No

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures

Section I *Names of individual recipients are not required to be listed in Schedule H.* **Public charities and private foundations complete lines 1a through 7 of this section. See the instructions to Part X if you are not sure whether you are a public charity or a private foundation.**

1a Describe the types of educational grants you provide to individuals, such as scholarships, fellowships, loans, etc.

b Describe the purpose and amount of your scholarships, fellowships, and other educational grants and loans that you award.

c If you award educational loans, explain the terms of the loans (interest rate, length, forgiveness, etc.).

d Specify how your program is publicized.

e Provide copies of any solicitation or announcement materials.

f Provide a sample copy of the application used.

2 Do you maintain case histories showing recipients of your scholarships, fellowships, educational loans, or other educational grants, including names, addresses, purposes of awards, amount of each grant, manner of selection, and relationship (if any) to officers, trustees, or donors of funds to you? If "No," refer to the instructions. ☐ Yes ☐ No

3 Describe the specific criteria you use to determine who is eligible for your program. (For example, eligibility selection criteria could consist of graduating high school students from a particular high school who will attend college, writers of scholarly works about American history, etc.)

4a Describe the specific criteria you use to select recipients. (For example, specific selection criteria could consist of prior academic performance, financial need, etc.)

b Describe how you determine the number of grants that will be made annually.

c Describe how you determine the amount of each of your grants.

d Describe any requirement or condition that you impose on recipients to obtain, maintain, or qualify for renewal of a grant. (For example, specific requirements or conditions could consist of attendance at a four-year college, maintaining a certain grade point average, teaching in public school after graduation from college, etc.)

5 Describe your procedures for supervising the scholarships, fellowships, educational loans, or other educational grants. Describe whether you obtain reports and grade transcripts from recipients, or you pay grants directly to a school under an arrangement whereby the school will apply the grant funds only for enrolled students who are in good standing. Also, describe your procedures for taking action if the terms of the award are violated.

6 Who is on the selection committee for the awards made under your program, including names of current committee members, criteria for committee membership, and the method of replacing committee members?

7 Are relatives of members of the selection committee, or of your officers, directors, or **substantial contributors** eligible for awards made under your program? If "Yes," what measures are taken to ensure unbiased selections? ☐ Yes ☐ No

Note. If you are a private foundation, you are not permitted to provide educational grants to **disqualified persons**. Disqualified persons include your substantial contributors and foundation managers and certain family members of disqualified persons.

Section II **Private foundations complete lines 1a through 4f of this section. Public charities do not complete this section.**

1a If we determine that you are a private foundation, do you want this application to be considered as a request for advance approval of grant making procedures? ☐ Yes ☐ No ☐ N/A

b For which section(s) do you wish to be considered?

- 4945(g)(1)—Scholarship or fellowship grant to an individual for study at an educational institution ☐
- 4945(g)(3)—Other grants, including loans, to an individual for travel, study, or other similar purposes, to enhance a particular skill of the grantee or to produce a specific product ☐

2 Do you represent that you will (1) arrange to receive and review grantee reports annually and upon completion of the purpose for which the grant was awarded, (2) investigate diversions of funds from their intended purposes, and (3) take all reasonable and appropriate steps to recover diverted funds, ensure other grant funds held by a grantee are used for their intended purposes, and withhold further payments to grantees until you obtain grantees' assurances that future diversions will not occur and that grantees will take extraordinary precautions to prevent future diversions from occurring? ☐ Yes ☐ No

3 Do you represent that you will maintain all records relating to individual grants, including information obtained to evaluate grantees, identify whether a grantee is a disqualified person, establish the amount and purpose of each grant, and establish that you undertook the supervision and investigation of grants described in line 2? ☐ Yes ☐ No

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures *(Continued)*

Section II **Private foundations complete lines 1a through 4f of this section. Public charities do not complete this section.** *(Continued)*

4a	Do you or will you award scholarships, fellowships, and educational loans to attend an educational institution based on the status of an individual being an *employee of a particular employer?* If "Yes," complete lines 4b through 4f.	☐ Yes	☐ No	
b	Will you comply with the seven conditions and either the percentage tests or facts and circumstances test for scholarships, fellowships, and educational loans to attend an educational institution as set forth in Revenue Procedures 76-47, 1976-2 C.B. 670, and 80-39, 1980-2 C.B. 772, which apply to inducement, selection committee, eligibility requirements, objective basis of selection, employment, course of study, and other objectives? (See lines 4c, 4d, and 4e, regarding the percentage tests.)	☐ Yes	☐ No	
c	Do you or will you provide scholarships, fellowships, or educational loans to attend an educational institution to employees of a particular employer?	☐ Yes	☐ No	☐ N/A
	If "Yes," will you award grants to 10% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39?	☐ Yes	☐ No	
d	Do you provide scholarships, fellowships, or educational loans to attend an educational institution to children of employees of a particular employer?	☐ Yes	☐ No	☐ N/A
	If "Yes," will you award grants to 25% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? If "No," go to line 4e.	☐ Yes	☐ No	
e	If you provide scholarships, fellowships, or educational loans to attend an educational institution to children of employees of a particular employer, will you award grants to 10% or fewer of the number of employees' children who can be shown to be eligible for grants (whether or not they submitted an application) in that year, as provided by Revenue Procedures 76-47 and 80-39? If "Yes," describe how you will determine who can be shown to be eligible for grants without submitting an application, such as by obtaining written statements or other information about the expectations of employees' children to attend an educational institution. If "No," go to line 4f. **Note.** Statistical or sampling techniques are not acceptable. See Revenue Procedure 85-51, 1985-2 C.B. 717, for additional information.	☐ Yes	☐ No	☐ N/A
f	If you provide scholarships, fellowships, or educational loans to attend an educational institution to *children of employees of a particular employer* without regard to either the 25% limitation described in line 4d, or the 10% limitation described in line 4e, will you award grants based on facts and circumstances that demonstrate that the grants will not be considered compensation for past, present, or future services or otherwise provide a significant benefit to the particular employer? If "Yes," describe the facts and circumstances that you believe will demonstrate that the grants are neither compensatory nor a significant benefit to the particular employer. In your explanation, describe why you cannot satisfy either the 25% test described in line 4d or the 10% test described in line 4e.	☐ Yes	☐ No	

Liberty City Community Economic
Development Corporation
EIN -27 1629040

FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 11, 2009

LIBERTY CITY TRUST
4800 NW 12TH AVENUE
MIAMI, FL 33127

The Articles of Incorporation for LIBERTY CITY COMMUNITY DEVELOPMENT CORPORATION were filed on December 10, 2009 and assigned document number N09000011827. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: Compliance with the following procedures is essential to maintaining your corporate status. Failure to do so may result in dissolution of your corporation.

A corporation annual report must be filed with this office between January 1 and May 1 of each year beginning with the calendar year following the year of the filing/effective date noted above and each year thereafter. Failure to file the annual report on time may result in administrative dissolution of your corporation.

A federal employer identification (FEI) number must be shown on the annual report form prior to its filing with this office. Contact the Internal Revenue Service to insure that you receive the FEI number in time to file the annual report. To obtain a FEI number, contact the IRS at 1-800-829-4933 and request form SS-4 or by going to their website at www.irs.ustreas.gov.

Should your corporate mailing address change, you must notify this office in writing, to insure important mailings such as the annual report notices reach you.

Should you have any questions regarding corporations, please contact this office at (850) 245-6973.

Claretha Golden, Regulatory Specialist II
New Filing Section

Letter Number: 909A00037842

Liberty City Community Economic
Development Corporation
EIN -27 1629040

State of Florida

Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of LIBERTY CITY COMMUNITY DEVELOPMENT CORPORATION, a Florida corporation, filed on December 10, 2009, as shown by the records of this office.

The document number of this corporation is N09000011827.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eleventh day of December, 2009

Kurt S. Browning
Secretary of State

CR2EO22 (01-07)

Liberty City Community Economic
Development Corporation
EIN -27 1629040

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 DEC 10 PM 1:04

ARTICLES OF INCORPORATION
OF
Liberty City Community Development Corporation
A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

A. NAME OF CORPORATION: The name of the corporation is Liberty City Community Development Corporation.

B. PRINCIPAL OFFICE: The principal office of the corporation is located at c/o Liberty City Community Revitalization Trust, 4800 NW 12th Ave., Miami, FL 33142.

C. MAILING ADDRESS: The mailing address of the corporation is c/o Liberty City Community Revitalization Trust, 4800 NW 12th Ave., Miami, FL 33142.

D. REGISTERED AGENT: The name of the registered agent of the corporation is Iris Hudson. The address of this registered agent is c/o Liberty City Community Revitalization Trust, 4800 NW 12th Ave., Miami, FL 33142.

E. DURATION/MEMBERSHIP: The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

F. BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

G. INCORPORATORS: The name and address of the incorporator is: Iris Hudson, 4800 NW 12th Ave., Miami, FL 33142.

H. CORPORATE PURPOSES: The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law."

2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

3. To do any and all lawful activities 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.

4. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

I. **501(c)(3) LIMITATIONS**

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these7 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.

2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

3. **NO PRIVATE INUREMENT:** 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.

4. **LOBBYING AND POLITICAL CAMPAIGNS:** 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.

5. **DISSOLUTION:** 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.

6. **"PRIVATE FOUNDATION" PROVISIONS:** In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

J. INDEMNIFICATION - Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit of 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 of administrators) may be entitled apart from this Article.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 4th day of December, 2009.

Iris Hudson

Iris Hudson

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Liberty City Community Development Corporation, a Florida not for profit corporation.

Iris Hudson

Iris Hudson

Date: December 4, 2009

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 DEC 10 PM 1:04

Liberty City Community Economic Development Corporation
EIN -27 1629040

FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 17, 2010

LIBERTY CITY COMMUNITY ECONOMIC DEVELOPMENT CORPORATION
IRIS HUDSON
4800 NW 12TH AVE
MIAMI, FL 33127

Re: Document Number N09000011827

The Articles of Amendment to the Articles of Incorporation for LIBERTY CITY COMMUNITY DEVELOPMENT CORPORATION which changed its name to LIBERTY CITY COMMUNITY ECONOMIC DEVELOPMENT CORPORATION, a Florida corporation, were filed on February 15, 2010.

The certification requested is enclosed.

Should you have any question regarding this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Teresa Brown
Regulatory Specialist II
Division of Corporations

Letter Number: 710A00003932

Liberty City Community Economic
Development Corporation
EIN -27 1629040

State of Florida

Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on February 15, 2010, to Articles of Incorporation for LIBERTY CITY COMMUNITY DEVELOPMENT CORPORATION which changed its name to LIBERTY CITY COMMUNITY ECONOMIC DEVELOPMENT CORPORATION, a Florida corporation, as shown by the records of this office.

The document number of this corporation is N09000011827.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Seventeenth day of February, 2010

Kurt S. Browning
Secretary of State

CR2EO22 (01-07)

Liberty City Community Economic
Development Corporation
EIN -27 1629040

FILED
2010 FEB 15 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

Liberty City Community Development Corporation

(Name of Corporation as currently filed with the Florida Dept. of State)

N09000011827

(Document Number of Corporation (if known)

Pursuant to the provisions of section 617.1006, Florida Statutes, this ***Florida Not For Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Liberty City Community Economic Development Corporation

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." **"Company" or "Co." may not be used in the name.***

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address: *(Florida street address)*

_____, Florida_____
(City) *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

Liberty City Community Economic Development Corporation Inc.

BYLAWS

ARTICLE 1.
PURPOSES

Liberty City Community Economic Development Corporation, Inc., a Florida not for profit corporation (the "Corporation"), has the purposes stated in its Articles of Incorporation, as they now exist or are hereafter amended.

ARTICLE 2.
NOT FOR PROFIT

Section 2.1 Member; Membership Rights.

The Corporation shall have one member and it shall be Eric Thompson. Eric Thompson shall have the right to appoint all of the members of the Board of Directors of the Corporation and shall have such other rights as may be granted members under state law. Eric Thompson shall call and reside over all meetings of the members.

Section 2.2 Certificates of Membership.

The Board of Directors, at its sole discretion, may issue certificates of membership.

Section 2.3 Nonprofit Operations.

The Corporation is a Florida not for profit corporation. No dividend will be paid, and no part of the income or assets of this Corporation will be distributed, to its directors or officers. However, the Corporation may contract in due course of business with its officers or directors for services rendered to the extent permissible under the Articles of Incorporation, under law and under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

Section 2.4 No Loans to Directors or Officers.

The Corporation will not loan any money to its directors or officers.

Section 2.5 No Vested Rights.

No director or officer of the Corporation has any vested right, interest, or privilege of, in, or to the rights, property, assets, functions, or affairs of the Corporation.

ARTICLE 3.
BOARD OF DIRECTORS

Section 3.1 Number; Membership and Appointment.

There shall be at least three (3) members of the Board of Directors of the Corporation. The Board of Directors of the Corporation shall be appointed by Elaine Black and Elaine Black may appoint herself to the Board of Directors. The initial directors of the Corporation shall be:

Elaine Black	Chairman
Eric Thompson	Vice-Chairman
Iris Hudson	Director

Elaine Black shall serve as Chairman of the Board of Directors and shall preside over all meetings.

Section 3.2 Duties.

The business and affairs of this Corporation and the general policies to be followed by the Corporation shall be the responsibility of the Board of Directors.

Section 3.3 Term of Office.

Each director shall serve for a term of one year, subject to earlier resignation, removal or death, and may serve an unlimited number of successive terms. Regardless this mechanism for the selection of directors or the filling of board vacancies, at all times at least one third of the board of directors shall be composed persons who fit the following categories: (1) residents of low-income neighborhoods, (2) low-income community residents, or (3) elected representative of low-income neighborhood organizations. No more than one third of the board members, at any given time, shall be public officials or employees of local governments that provide this Corporation with funding.

Section 3.4 Community Input for Housing Activities

It is the policy of this Corporation for low-income residents to advise and participate in planning the design, location of sites, development and management of any of its affordable housing undertakings. This shall be done through open town meetings, community surveys, special committees, or other means. In those areas of the Corporation's operations where housing will be developed, but which are not represented on the board of directors, such systems may include special committees of neighbors of a proposed development site, neighborhood advisory councils or open town meetings.

Section 3.5 Meetings.

3.5.1 The annual meeting of the Board of Directors will be held at a time and place selected by the Chairman of the Board of Directors.

3.5.2 One or more regular meetings shall be held during the year as set by the Chairman of the Board of Directors.

3.5.3 Special meetings shall be held at the call of the President or by a written request of more than fifty percent (50%) of the members of the Board of Directors.

3.5.4 Action By Directors Without A Meeting: any action taken at a meeting of the directors of the Corporation may be taken without a meeting if a consent in writing or by electronic mail setting forth the actions so to be taken is signed or acknowledged via electronic mail by all of the directors, and filed in the minutes of the Board of Directors. Such consent shall have the same effect as a unanimous vote of the Board of Directors at a duly called and convened meeting thereof. Action taken under this section is effective when the last Director signs or acknowledges via electronic mail the consent, unless the consent specifies an effective date.

3.5.5 Participation of Directors By Means Of Communications Equipment: Members of the Board of Directors, or of any committee thereof, shall be deemed present at a meeting of such Board of Directors or committee if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other, is used.

Section 3.6 Notices.

3.6.1 Written notices of any annual meeting shall be provided to all members of the Board of Directors at least (7) days prior to such meeting, at their address as listed on the books of the Board of Directors.

3.6.2 Written notices of any regular meeting or special meeting shall be provided to all members of the Board of Directors at least three (3) days prior to such meeting, at their address as listed on the books of the Board of Directors.

3.6.3 Notice may be made by facsimile, electronic mail or U.S. mail. The date of the notice shall be the date sent if via facsimile or electronic mail, or the third (3rd) day following deposit in U.S. mail with adequate postage.

Section 3.7 Quorum.

A majority of the Board of Directors then serving shall constitute a quorum of the Board of Directors.

Section 3.8 Presumption of Assent.

A director of the Corporation who is present at a meeting of its Board of Directors or a committee of the Board of Directors when corporate action is taken is deemed to have assented to the action taken unless he/she objects at the beginning of the meeting (or promptly upon his/her arrival) to holding it or transacting specified business at the meeting, or he/she votes against or abstains from the action taken.

Section 3.9 Vacancies.

Any vacancy (whether by resignation, removal, death or otherwise) in a Board seat shall be filled by the Chairman of the Board.

Section 3.10 Resignation.

Any member of the Board of Directors may resign at any time by giving written notice to the Board of Directors or the President. Any such resignation shall take effect at the time specified therein, or, if the time is not specified therein, upon its acceptance by the Board of Directors.

Section 3.11 Removal.

Other than the Chairman of the Board, the other members, by a majority vote of such other members at any meeting of the Board of Directors at which a quorum is present, may remove from office a member of the Board of Directors, with or without cause, whenever it is deemed in the best interests of the Corporation.

Section 3.12 Vacancy of the Chairmanship.

Any vacancy of the Chairmanship (whether by resignation, death or otherwise) of the Board seat shall be filled by the Vice-Chairman of the existing Board at the time of the said vacancy.

Section 3.13 Voting.

Every member of the Board of Directors in good standing shall have the right and be entitled to one (1) vote, in person, upon every proposal properly submitted to vote at any meeting of the Board of Directors.

Section 3.14 Compensation.

Members of the Board of Directors shall not receive any stated salaries for their services as directors.

Section 3.15 Committees.

The Board of Directors, by resolution adopted by a majority of the Board of Directors, may designate individuals to serve on one (1) or more other committees, each of which, to the extent provided in such resolution, shall have and may exercise all the authority of the Board of Directors.

ARTICLE 4.
OFFICERS

Section 4.1 Officers.

The officers of the Corporation shall consist of a President, a Vice President, a Treasurer and a Secretary, and such other officers as the Board of Directors may from time to time deem necessary. A person may hold more than one office.

Section 4.2 Duties.

President:

The President shall preside at all meetings of the Board of Directors. The President shall have all general powers and duties which are generally vested in the office of the president, including the power to make appointment to all committees from time to time as in his or her discretion may be deemed appropriate to assist in the conduct of the affairs of the committee.

Vice President:

If the Board of Directors elects a Vice President, he or she shall be the second officer in the chain of command, and shall accept and perform the duties and exercise the power of the President in his/her absence.

Secretary:

The Secretary is the third officer in the chain of command. In the absence of the President and Vice President, he/she shall accept and perform the duties and exercise the power of the President. The Secretary shall ensure that all minutes and records are properly kept and are available for corporate purposes.

Treasurer:

The Treasurer is the fourth officer in the chain of command. In the absence of the President, Vice President and the Secretary he/she shall accept and perform the duties and exercise the power of the President. The Treasurer shall be responsible for all reports pertaining to the fiscal affairs of the Corporation and shall be custodian of all funds that the Corporation might receive.

Section 4.3 Term of Office.

Officers shall be elected annually by the Board of Directors for a period of two (2) year or until their successors have been duly elected.

Section 4.4 Resignation.

Any officer may resign at any time by giving written notice to the Board of Directors, and such resignation shall take effect at the time specified therein or, if no such time is specified, upon acceptance by the Board of Directors.

Section 4.5 Vacancies.

A vacancy in any office due to death, resignation, removal or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

Section 4.6 Removal.

Any officer elected or appointed by the Board of Directors may be removed from office, with or without cause, by majority vote of the Board of Directors.

Section 4.7 Compensation.

Officers of the Corporation may receive compensation subject to the approval of the Board of Directors.

ARTICLE 5
INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 5.1. Terms used in this Article 5 shall have the meanings ascribed to them in Florida Statutes Sections 607.0850 and 617.0831 or any amended or successor sections of the Florida Statutes.

Section 5.2. Except as may otherwise be provided herein, the corporation shall, to the fullest extent authorized or permitted by the Florida Statutes, as the same may be amended or modified from time to time, other than Florida Statutes Section 607.0850(7) or any amended or successor section, indemnify any officer, director, employee or agent who was or is a party to any proceeding against (a) in the case of any proceeding other than an action by or in the right of the Corporation, liability incurred in connection with such proceeding including any appeal thereof, or (b) in the case of any proceeding by or in the right of the Corporation, expenses and amounts paid in settlement not exceeding, in the judgment of the Board of Directors, the estimated expense of litigating the proceeding to conclusion; provided, however, that the Corporation shall not, under this Section 2 or Section 4, indemnify any officer, director, employee or agent if a judgment, settlement or other final adjudication establishes that the acts on which a proceeding specified in (a) or (b) is based and in which the officer, director employee or agent has been successful on the merits or otherwise in defending or has been successful in defending any claim, issue or matter therein or (ii) (1) were material to the cause of action so adjudicated and (2) constitute:

(a) a violation of the criminal law, unless the officer, director, employee or agent had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful;

(b) a transaction from which the officer, director, employee or agent derived an improper personal benefit, either directly or indirectly;

(c) in the case of a director, a circumstance under which the liability provisions of Florida Statutes Section 607.0834, governing a Director's liability for unlawful distribution to shareholders, is applicable; or

(d) willful misconduct or a conscious disregard for the best interests of the Corporation in a proceeding by or in the right of the Corporation to procure a judgment in its favor or in a proceeding by or in the right of a shareholder.

Section 5.3. Notwithstanding the failure of the Corporation to provide indemnification due to a failure to satisfy the conditions of Section 2 of this Article 5 and despite any contrary determination of the Board of Directors, an officer, director, employee or agent of the Corporation who is or was a party to a proceeding may apply for indemnification or advancement of expenses, or both; to the court conducting the proceeding, to the circuit court, or to another court of competent jurisdiction. On receipt of an application, such court, after giving any notice that it considers necessary, may order indemnification and advancement of expenses, including expenses incurred in seeking court-ordered indemnification or advancement of expenses, if the court determines that:

(a) the officer, director, employee or agent is entitled to mandatory indemnification pursuant to Florida Statutes Section 607.0850(3) or any amended or successor section, in which case the court shall also order the Corporation to pay such person reasonable expenses incurred in obtaining court-ordered indemnification or advancement of expenses; or

(b) the officer, director, employee or agent is entitled to indemnification or advancement of expenses, or both, by virtue of the Corporation's exercise of its authority pursuant to Section 3 or Section 4. It is the express intention and desire of the Corporation to avoid any obligation to indemnify or advance expenses to any officer, director, employee or agent if (i) the officer, director, employee or agent is not entitled to mandatory indemnification pursuant to Section 3(a) of this Article 6; or (ii) the Corporation has not otherwise agreed to indemnify or advance expenses to such officer, director, employee or agent pursuant to Section 3(b). The Corporation does not recognize and will not permit any officer's, director's, employee's or agent's application

for indemnification or advancement of expenses, or both, to any court if the application is not based in its entirety on a claim that the officer, director, employee or agent is entitled to mandatory indemnification or advancement of expenses, or both, or that the officer, director, employee or agent is entitled to indemnification or advancement of expenses, or both, by virtue of the Corporation's exercise of its authority pursuant to Section 4 of this Article 5.

Section 5.4. Section 2 shall not be construed to mean that indemnification by the Corporation is not permitted. Subject nevertheless to the limitations of Section 2, the Corporation may, in its sole discretion, make any other or further indemnification or advancement of expenses to any officer, director, employee or agent under any Bylaw, agreement, vote of shareholders, or disinterested directors, or otherwise, both as to actions of such officer, director, employee or agent in his or her official capacity and as to actions in another capacity while holding such officer.

Section 5.5. Any indemnification under this Article 5 shall be made by the Corporation only as authorized in a specific case upon a determination that indemnification of the officer, director, employee or agent is proper under the circumstances because he or she has met the applicable standard of conduct set forth in this Article 5. Such determination shall be made.

(a) By the Board of Directors, by a majority vote of a quorum consisting of directors who were not parties to such proceeding;

(b) If such a quorum is not obtainable or, even if obtainable, by majority vote of a committee duly designated by the Board of Directors (in which directors who are parties may participate) consisting solely of two or more directors not at the time parties to the proceeding;

(c) By independent legal counsel:

(i) Selected by the Board of Directors prescribed in Section 6(a) or the committee prescribed in Section 6(b); or

(ii) If a quorum of the directors cannot be obtained for purposes of Section 6(a) and the committee cannot be designated for purposes of Section 6(b), independent legal counsel selected by a majority vote of the full Board of Directors (in which event directors who are parties may participate); or

(d) By the shareholders of the Corporation, by a majority vote of a quorum consisting of shareholders who were at the time not parties to such proceeding or if no such quorum is obtainable, by a majority vote of shareholders who were not parties to such proceeding.

Section 5.6. Expenses incurred by an officer or director in defending a civil or criminal proceeding may be paid by the Corporation in advance of the final disposition of such proceeding upon receipt of an undertaking by or on behalf of such officer or director to repay such amount if he or she is ultimately found not to be entitled to indemnification by the Corporation pursuant to this Article 5. Expenses incurred by an employee or agent may be paid in advance of the final disposition of such proceeding upon such terms and conditions as the Board of Directors may, from time to time, deem appropriate, but which terms will require, at a minimum, the receipt of an undertaking by or on behalf of such employee or agent to repay such amount if he or she is ultimately found not to be entitled to indemnification by the corporation pursuant to this Article 5.

Section 5.7. Indemnification and/or advancement of expenses as provided in this Article 5 shall continue as, unless otherwise provided, when such indemnification and/or advancement of expenses is authorized or ratified, to a person who has ceased to be an officer, director, employee or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

Section 5.8. If any part of this Article 5 shall be found to be invalid or ineffective in any proceeding, the validity and effect of the remaining part thereof shall not be affected.

ARTICLE 6.
FINANCIAL AFFAIRS

Section 6.1 Audit and Bookkeeping.

All books and records of the Corporation, and all funds thereof, shall be audited as may be required from time to time by applicable law or as requested by the Board of Directors.

Section 6.2 Fiscal Year.

The fiscal year of the Corporation shall end on the last day of December of each year.

ARTICLE 7.
RULES OF ORDER

"Roberts Rule of Order", as revised, shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

ARTICLE 8.
AMENDMENTS

These Bylaws and the Corporation's Articles of Incorporation may be amended, revised, repealed, or rescinded by a majority vote of the Board of Directors present at any meeting of the Board of Directors; provided, however, that the Chairman of the Board has approved such action.

DATE OF ADOPTION: December 17th, 2009