



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/17/2009	200910700214	DOMESTIC ARTICLES/COMMUNITY IMPROVEMENT (ARI)	125.00	200.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

ROBERT P. RINK, ESQ.
800 SUPERIOR AVE., N.E., SUITE 1400
CLEVELAND, OH 44114

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1851099

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

CUYAHOGA COUNTY LAND REUTILIZATION CORPORATION

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC ARTICLES/COMMUNITY IMPROVEMENT

Document No(s):

200910700214



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 16th day of April, A.D.
2009.

Ohio Secretary of State



Prescribed by: The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
<small>Must Expedite for One of the Following:</small>	
<input checked="" type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 <small>*** Requires an additional fee of \$100 ***</small>
<input type="radio"/> No	PO Box 670 Columbus, OH 43216

INITIAL ARTICLES OF INCORPORATION

(For Domestic Profit or Nonprofit)

Filing Fee \$125.00

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

<input type="checkbox"/> (1) Articles of Incorporation Profit (113-ARF) ORC 1701	<input checked="" type="checkbox"/> (2) Articles of Incorporation Non-Profit (114-ARN) ORC 1702	<input type="checkbox"/> (3) Articles of Incorporation Professional (170-ARP) Profession _____ ORC 1785
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Complete the general information in this section for the box checked above.

FIRST: Name of Corporation Cuyahoga County Land Reutilization Corporation

SECOND: Location Cleveland Cuyahoga
(City) (County)

Effective Date (Optional) _____ Date specified can be no more than 90 days after date of filing. If a date is specified the date must be a date on or after the date of filing.
(mm/dd/yyyy)

Check here if additional provisions are attached (See Attachment 2)

2009 APR 16 PM 4:01
SECRETARY OF STATE
CLEVELAND REGIONAL OFF.

RECEIVED

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD: Purpose for which corporation is formed
(See Attachment 1 to these Articles of Incorporation)

Complete the information in this section if box (1) or (3) is checked.

FOURTH: The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any)

(Refer to instructions if needed)

(No. of Shares) _____ (Type) _____ (Par Value) _____

FIFTH: The following are the names and addresses of the individuals who are to serve as initial Directors.

1. James Rokakis, Cuyahoga County Treasurer

(Name)

1219 Ontario Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Cleveland

Ohio

44113

(City)

(State)

(Zip Code)

2. Peter Lawson Jones, Cuyahoga County Commissioner

(Name)

1219 Ontario Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Cleveland

Ohio

44113

(City)

(State)

(Zip Code)

3. Timothy F. Hagan, Cuyahoga County Commissioner

(Name)

1219 Ontario Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Cleveland

Ohio

44113

(City)

(State)

(Zip Code)

4. []**

(Name)

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Ohio

(City)

(State)

(Zip Code)

5. []**

(Name)

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Cleveland

Ohio

(Zip Code)

(City)

(State)

REQUIRED

Must be authenticated
(signed) by an authorized
representative
(See Instructions)



Authorized Representative

April 16, 2009
Date

James Rokakis, Cuyahoga County Treasurer

(Print Name) pursuant to Ohio Revised Code Section 1724.04

1219 Ontario Street

Cleveland, OH 44113

** To be selected and approved by the County Treasurer and the above-two County Commissioners and thereafter also approved by a majority of the chief executive officers of the municipal corporations within the County, all pursuant to ORC Sec. 1724.03.

Complete the information in this section if box (1) (2) or (3) is checked.

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of Cuyahoga County Land Reutilization Corporation hereby appoint the following to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is

Robert P. Rink, Esq.
(Name)
800 Superior Ave. NE, Suite 1400
(Street) NOTE: P.O. Box Addresses are NOT acceptable.

Cleveland Ohio 44114
(City) (Zip Code)

Must be authenticated by an authorized representative

<u>James Rakalis</u> Authorized Representative	<u>April 16, 2009</u> Date

ACCEPTANCE OF APPOINTMENT

The Undersigned, Robert P. Rink, named herein as the Statutory agent for, Cuyahoga County Land Reutilization Corporation, hereby acknowledges and accepts the appointment of statutory agent for said entity.

Signature: Robert P. Rink
(Statutory Agent)

Robert P. Rink

**ATTACHMENT 1 TO
ARTICLES OF INCORPORATION OF
CUYAHOGA COUNTY LAND REUTILIZATION CORPORATION**

THIRD. Cuyahoga County Land Reutilization Corporation (the "Corporation") is organized and shall be operated exclusively as a county land reutilization corporation exercising the essential governmental purposes provided for under Chapters 1724 and 5722 of the Ohio Revised Code, and any ancillary purposes for which statutory authority has been given to a county land reutilization corporation under the Ohio Revised Code, in each case as the Ohio Revised Code is now in effect or as may hereafter be amended, including, but not limited to, the following purposes set forth in Section 1724.01(B)(2) of the Ohio Revised Code: (1) facilitating the reclamation, rehabilitation and reutilization of vacant, abandoned, tax-foreclosed or other real property within the county for whose benefit the corporation is being organized; (2) efficiently holding and managing vacant, abandoned or tax-foreclosed real property pending its reclamation, rehabilitation and reutilization; (3) assisting governmental entities and other non-profit or for-profit persons to assemble, clear, and clear the title of property described in division (B)(2) of Section 1724.01 of the Ohio Revised Code in a coordinated manner; or (4) promoting economic and housing development of the county or region.

In furtherance thereof, the Corporation shall have and may exercise all the powers of a "county land reutilization corporation," as defined in Section 1724.01 of the Ohio Revised Code, to the extent such powers are granted to county land reutilization corporation and are set forth in Section 1724.02 of the Ohio Revised Code, Chapter 5722 of the Ohio Revised Code, or another section of the Ohio Revised Code expressly applicable to a county land reutilization corporation, as such sections are applicable to a county land reutilization corporation, are now in effect and as may hereafter be amended (and to the corresponding provisions of any similar laws subsequently enacted).

The Corporation shall carry on only such activities as are consonant with the purposes set forth in this Article Third. It is intended that the Corporation shall have the status of a county land reutilization corporation exercising the essential governmental functions authorized in Chapters 1724 and 5722 of the Ohio Revised Code and other sections of the Ohio Revised Code made expressly applicable to a county land reutilization corporation, and whose income, if not used by the Corporation for the continuance of its purposes, shall accrue to the County of Cuyahoga, Ohio, a political subdivision of the State of Ohio and by reason thereof the Corporation shall be exempt from federal income tax pursuant to Section 115(1) of the Internal Revenue Code of 1986, as amended (the "Code"). These Articles of Incorporation shall be construed, and all authority and activities of the Corporation shall be limited, accordingly. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from claiming and maintaining exemption from federal income taxation as a corporation exercising essential governmental functions, as described in Section 115(1) of the Code and in the regulations and rulings related to Section 115, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation exercising such essential government functions.

{00460057.DOC;3 }

**ATTACHMENT 2 TO
ARTICLES OF INCORPORATION OF
CUYAHOGA COUNTY LAND REUTILIZATION CORPORATION**

SIXTH. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any incorporator, director, trustee, or officer of the Corporation, or any private individual, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in (including the publishing and distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

SEVENTH. The Corporation may be dissolved pursuant to and in accordance with Section 1702.47 or Section 1702.52 of the Ohio Revised Code and the Code of Regulations of the Corporation to the extent not inconsistent with said applicable section. Upon the dissolution of the Corporation, the Board of County Commissioners of Cuyahoga County, Ohio ("Board") shall, after paying or making provision for the payment of its liabilities, convey or distribute all of the assets of the Corporation pursuant to Section 1724.07(B) of the Ohio Revised Code and in accordance with the determination of the Board provided that said determination is approved in writing by the Cuyahoga County Treasurer; and provided further that, notwithstanding the foregoing, the conveyance or distribution of such assets of the Corporation shall not violate any law or regulation applicable to the Corporation under the Code.

EIGHTH. The Corporation is not organized for profit and shall not have any authority to issue capital stock. The Corporation shall have perpetual existence.

{00460057.DOC;2 }



RICHARD CORDRAY
OHIO ATTORNEY GENERAL

April 16, 2009

Via Facsimile
(216) 774-7976

Christopher Nance
Secretary of State Jennifer Brunner's Office
Cleveland Regional Office
615 W. Superior Ave.
Cleveland, Ohio 44113

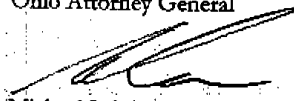
RE: *Cuyahoga County Land Reutilization Corporation*

Dear Mr. Nance:

Your office faxed Cuyahoga County Land Reutilization Corporation's proposed Articles of Incorporation. I have reviewed the Articles of Incorporation pursuant to the requirements of R.C. 1724.04. I conclude that the language is not inconsistent with the Constitution, the laws of the United States or the laws of this State. Accordingly, the Articles of Incorporation are approved by this office.

Very truly yours,

RICHARD CORDRAY
Ohio Attorney General



Michael J. Schuler
Assistant Attorney General

MJS
enclosure