

BEFORE THE STATE OF FLORIDA
FLORIDA HOUSING FINANCE CORPORATION

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FLORIDA HOUSING
FINANCE CORPORATION

HTG BELLA VISTA, LLC,

Petitioner,
vs.

FHFC Case No. 2019-109BP
RFA No. 2019-102
App. No. 2020-038DB

FLORIDA HOUSING
FINANCE CORPORATION,

Respondent.

**AMENDED FORMAL WRITTEN PROTEST AND
PETITION FOR ADMINISTRATIVE HEARING**

Petitioner, HTG BELLA VISTA, LLC, (the "Petitioner" or "Bella Vista"), pursuant to sections 120.57(1) and (3), Florida Statutes ("F.S.") and Rules 28-110 and 67-60, Florida Administrative Code ("FAC") hereby files this Amended Formal Written Protest and Petition (the "Petition") regarding the scoring, eligibility, and funding decisions of the Respondent, Florida Housing Finance Corporation ("Florida Housing") to award funding to responsive Applicants pursuant to *RFA 2019-102- Community Development Block Grant-Disaster Recovery to be used in Conjunction with Tax-Exempt MMRB and Non-Competitive Housing Credits in Counties Deemed Hurricane Recovery Priorities* (hereinafter the "RFA").

Introduction

1. This Petition is filed pursuant to sections 120.57(1) and (3), Florida Statutes, Rules 28-110 and 67-60, Florida Administrative Code.

Parties

2. Petitioner is a Florida limited company in the business of providing affordable housing. Petitioner's address is 3225 Aviation Avenue, 6th Floor, Coconut Grove, Florida 33133. Petitioner's address, telephone number and email address are those of its undersigned counsel for

purposes of this proceeding.

3. The affected agency is Florida Housing Finance Corporation. Florida Housing's address is 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301-1329.

Notice

4. On July 30, 2019, Florida Housing issued the RFA. The RFA was modified four (4) times, on August 14th, August 27th, September 6th and September 16, 2019.

5. Applications in response to the RFA were due on or before September 24, 2019.

6. Florida Housing received approximately 44 applications in response to the RFA.

7. In its application submitted in response to the RFA, Petitioner requested an allocation of \$8,000,000 in Development Funding; \$1,450,000 in Land Acquisition Program Funding; \$609,629 in Non-Competitive Housing Credits; and \$13,000,000 in Corporation-issued Multifamily Mortgage Revenue Bonds (MMRB) for its proposed ninety-six (96) unit affordable housing development in Lee County, Florida. Petitioner's Application was assigned lottery number 42 by Florida Housing. Petitioner's application satisfied the required elements of the RFA and is eligible for a funding award.

8. Petitioner's received notice of the preliminary Board-approved RFA scoring and eligibility determinations, and preliminary Board-approved funding selections, through electronic posting on Friday, December 13, 2019, 9:19 a.m. A copy of the notices posted on the Corporations website are attached hereto as Exhibit "A" (for scoring and eligibility determinations) and Exhibit "B" (for funding selections). Petitioner was deemed eligible for funding but was not among those recommended for funding.

9. On Wednesday, December 18, 2019 prior to 9:00 a.m., Petitioner timely submitted its Notice of Intent to Protest Florida Housing's intended decision. A time-stamped copy of that

Notice of Intent is attached hereto as Exhibit “C”.

10. This Petition is timely filed in accordance with the provisions of section 120. 57(3) (b), Florida Statutes, and rules 28-110.004 and 67-60.009, Fla. Admin. Code.

Background

11. Florida Housing is a public corporation created by section 420.504, Florida Statutes, to administer the governmental function of financing or refinancing affordable housing and related facilities in Florida. Florida Housing’s statutory authority and mandates are set forth in Part V of Chapter 420, Florida Statutes. See, Sections 420.501-420.55, Fla. Stat.

12. Chapter 67-60, Fla. Admin. Code, which establishes “the procedures by which the Corporation shall administer the competitive solicitation processes to implement the provisions of the Housing Credit (HC) Program authorized by Section 42 of the IRC and Section 420.5099, F.S. See rule, 67-60.001(2), Florida Admin. Code.

RFA 2019-102

13. Through the RFA process Florida Housing anticipated awarding up to an estimated CDBG-DR funding amount of at least \$98,000,000, including,

- \$10,000,000 in Land Acquisition Funding available to HUD-Designated Most Impacted and Distressed (HUD-Designated MIDs)
- At least an estimated \$88,000,000 in Development Funding available to both HUD-Designated MIDs and State Designated MIDs to proposed Developments that are located in Medium Counties. (RFA at p. 2)

After issuance of the RFA on July 30, 2019, Florida Housing issued four addenda to the RFA. In addition, on or about October 31, 2019, Florida Housing sent an e-mail – NOT an addendum – advising persons on Florida Housing’s “listserv” that the amount of Development Funding under this RFA was now estimated to be only \$66 million, not \$88 million. This e-mail notification was sent over five weeks after the applications were submitted in response to this RFA.

14. Review Committee members independently evaluate and score their assigned portions of the submitted applications based on various mandatory and scored items. The maximum point total that an applicant can receive is 5 points. (RFA at p. 60) Failure to meet all eligibility items results in an application being deemed ineligible. (RFA at p. 58)

15. The RFA has a Funding Goal to fund two Priority 1 Applications that requested and are eligible for Land Acquisition Program Funding. (RFA at p. 61)

16. The RFA provides that all eligible Priority I Applications will be ranked by sorting the Applications as follows, followed by Priority II Applications, then by Priority III Applications: Applications will be ranked by the following Sorting Order,

- (a) First, by the points achieved;
- (b) Next, by the Resiliency Preference outlined in Section Four, A.4.d, with Applications that qualify for the preference listed above Applications that do not qualify for the preference;
- (c) Next, by the Federal Funding Experience Preference outlined in Section Four, A.3.b.(4), with Applications that qualify for the preference listed above Applications that do not qualify for the preference;
- (d) Next, by the Proximity Funding Preference outlined in Section Four, A.5.d., with Applications that qualify for the preference listed above Applications that do not qualify for the preference;
- (e) Next, by the Application's Leveraging Level which is outlined in Item 3 of Exhibit C of the RFA (with Applications that have a lower Leveraging Level listed above Applications with a higher Leveraging Level);
- (f) By the Application's eligibility for the Florida Job Creation Funding Preference which is outlined in item 4 of Exhibit C of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);
- (g) Finally, by lottery number, with Applications that have a lower lottery number listed above Applications with a higher lottery

number.

RFA at p. 60-61.

17. The RFA mandates the Funding Selection Order (hereinafter “Selection Process”), as follows:

a. Selection Process for Priority I Applications

All Priority I Applications will be sorted into ranked order. The first two Applications selected for funding will be the highest ranking eligible Priority I Applications that requested and are eligible for Land Acquisition Program Funding, subject to the County Award Tally and Funding Test. The Corporation will continue to select the highest ranking eligible unfunded Priority I Applications, which can include Applications that request Development Funding those, subject to the County Award Tally and Funding Test.

If funding remains and no Priority I Applications can meet the Funding Test, then the selection process will continue as described in b. below. Any remaining Land Acquisition Program Funding will be distributed as approved by the Board. The Land Acquisition Program Funding will not be used to fund Priority II or III Applications.

b. Selection Process for Priority II and III Applications

The highest ranked eligible unfunded Priority II Application(s) will be selected for funding, subject to the County Award Tally and Funding Test.

If Development Funding remains, and no Priority II Applications can be fully funded, then the Process will be repeated with the highest-ranking Priority III Applications; however, no more than 20 percent of the Development Funding will be awarded to Priority III Applications.

If Development Funding remains and no eligible unfunded Applications can be fully funded, then no further Applications will be selected for funding and the remaining funding will be distributed as approved by the Board.

RFA at p. 62-63. No Priority III applications were submitted in response to the RFA.

18. The selection process was carried out by the members of the Review Committee at

a public meeting held on November 13, 2019.

19. The following applications were selected for funding by Review Committee members:

- 2020-026DB - Saratoga Crossings III, Ltd. (Broward County)
- 2020-040DB - Sierra Bay Partners, Ltd. (Miami-Dade County)
- 2020- 018DB - Pine Island Cape, LLC (Lee County)
- 2020-055DB - Parramore Oaks Phase II, LLC (Orange County)
- 2020-054DB - WRDG T4, LP (Hillsborough County)
- 2020-046DB - MHP Bembridge, LLC (Collier County)
- 2020-019DB - Tigertown GM, Ltd. (Polk County)
- 2020-033DB - Blue McNeil One, LLC (St. Lucie County)
- 2020-023D - Brownsville Village V, Ltd. (Miami-Dade County)
- 2020-039D - Solaris Apartments Ltd. (Broward County)
- 2020-053D - East Pointe Phase Two, LLC (Lee County)
- 2020-041D - Metro Grande III Associates, Ltd. (Miami-Dade)

20. The Bella Vista application, Application 2020-038DB in Lee County, was deemed eligible but was not selected for funding. Based on information contained within (or missing from) certain applications, or information subsequently discovered, the scoring committee erroneously determined that the applications of East Pointe Phase Two, LLC, Application No. 2020-053D; Sierra Bay, Application No. 2020-040DB; MHP Bembridge, Application No. 2020-046DB; and Solaris Apartments, Application No. 2020-039D were eligible, satisfied all preferences, and recommended them for funding. If these four applicants were not deemed eligible, deemed not to satisfy all preferences, or otherwise not selected for funding, then Bella Vista would have been

selected for funding.

MHP BEMBRIDGE, LLC, APPLICATION NO. 2020-046DB

Community Services

21. The RFA provides that applicants, "... may earn proximity points based on the distance between the Development Location Point¹ and the Bus or Rail Transit Service and the Community Services..." selected by the Applicant. Specifically, the directions regarding Community Services provide as follows,

- (3) Community Services (Maximum 4 Points for each service, **up to 3 services**)

Applicants may provide the location information and distances for three of the following four Community Services on which to base the Application's Community Services Score. The Community Service Scoring Charts, which reflect the methodology for calculating the points awarded based on the distances, are outlined in Exhibit C.

RFA at 24 (emphasis added). The Eligible Community Services that may be selected by the Applicant, include,

- (a) Grocery Store
- (b) Public School
- (c) Medical Facility
- (d) Pharmacy

22. To receive proximity points for either Transit Services or points for any community service, applicants must provide latitude and longitude coordinates for that service, stated in

¹ Development Location Point is defined as a single point selected by the Applicant on the proposed Development site that is located within 100 feet of a residential building existing or to be constructed as part of the proposed Development. For a Development which consists of Scattered Sites, this means a single point on the site with the most units that is located within 100 feet of a residential building existing or to be constructed as part of the proposed Development. Rule 67-48.002 (39), F.A.C.

decimal degrees, and the distance between the Development Location point and the coordinates for the service. The distances between the Development Location Point and the latitude and longitude coordinates for each service will be the basis of awarding proximity points. (RFA at 24) Generally, the shorter the distance between the Community Service and the Development Location Point the higher number of Proximity Points Awarded for Eligible Service. (RFA at 93, 94)

23. MHP Bembridge provided information for four Community Services as opposed to the three Community Services that the RFA allowed. An excerpt of the MHP Bembridge Application showing the identified Community Services and Transit Services is attached hereto as Exhibit “D.” MHP Bembridge’s Community Services Chart was filled out as follows,

<u>Service</u>	<u>Service Information</u>	<u>Latitude</u>	<u>Longitude</u>	<u>Distance</u>
Grocery Store	Aldi Grocery Store	26.153697	-81.720527	0.61
Medical Facility	EPN Urgent Care	26.138333	-81.735278	1.16
Pharmacy	CVS	26.138050	-81.718839	0.49
Public School	Calusa Park	26.145338	-81.715605	0.16

Because Bembridge erroneously claimed more than three community services for purposes of proximity points, it should have been deemed ineligible. Alternatively, Bembridge should receive no Community Service proximity points because it violated the RFA’s limit on the number of Community Services it could claim.

24. Further, in scoring the Bembridge application, Florida Housing awarded points based on the three Community Services which yielded the highest scores to the applicant. Based on the distance listed, the points that the above identified Community Services were potentially worth were 3.0 points for Aldi Grocery Store; 2.0 points for EPN Urgent Care; 3.5 points for CVS Pharmacy; and 4.0 points for Calusa Park school.

25. Florida Housing considered the following Community Services for MHP Bembridge scoring purposes, Public Schools (4.0 points), Grocery Store (3.0 points) and Pharmacy (3.5 points) for scoring purposes. This resulted in Florida Housing awarding Bembridge 10.5 proximity points for Community Services. Had Florida Housing considered the first three Community Services as listed by the Applicant for scoring purposes – Grocery Store (3.0 points), Medical Facility (2.0 points) and Pharmacy (3.5 points) – Bembridge would have only achieved 8.5 points for Community Services. This is not a sufficient proximity score to receive the proximity preference, if the scoring of Transit Services is also corrected as described below.

26. By selecting and scoring the three services that yielded Bembridge the highest score, Florida Housing amended the Bembridge application to make it comply with the limit of three community services. And, rather than just a blind, random elimination of one of the four claimed services, or scoring the first three selected and then “cutting off” the fourth, impermissible selection (a Public School), Florida Housing was an active participant in making the Bembridge application score high enough to compete.

Transit Service Points

27. The Applicant chose two Public Bus Stops in support of its Transit Service Points, one allegedly 0.66 miles away and the other 0.63 miles away. The 0.66 mile-away stop is located on westbound Radio Road and Berkshire Pine Drive (“the Westbound stop”), and the 0.63 mile-away stop is located on eastbound Radio Road at Santa Clara Drive (the “Eastbound stop”). Florida Housing awarded Bembridge 1.0 Transit Service Points.

28. As provided within the RFA, the relevant definitions and instructions for Public Bus Stops are as follows:

(a) Public Bus Stop (Maximum 6 Points)

Up to three Public Bus Stops may be selected with a maximum of 2 points awarded for each one. Each Public Bus Stop must meet the definition of Public Bus Stop as defined in Exhibit B, using at least one unique bus route. Up to two of the selected Public Bus Stops may be Sister Stops that serve the same route, as defined in Exhibit B.

RFA at 23. Public Bus Stop is defined as follows:

A fixed location at which passengers may access one or two routes of public transportation via buses. The Public Bus Stop must serve at least one bus route with scheduled stops at least hourly during the times of 7am to 9am and also during the times of 4pm to 6pm Monday through Friday, excluding holidays, on a year-round basis. Bus routes must be established or approved by a Local Government department that manages public transportation. Buses that travel between states will not be considered.

Additionally, it must have been in existence and available for use by the general public as of the Application Deadline.

RFA at 81. Sister Stop is defined as follows:

Sister Stop is defined as two bus stops that (i) individually, each meet the definition of Public Bus Stop, (ii) are separated by a street or intersection from each other, (iii) are within 0.2 miles of each other, (iv) serve at least one of the same bus routes, (v) and the buses travel in different directions.

RFA at 83.

29. The Westbound stop serves only routes 15 and 16 of the Collier County transit system. The Eastbound stop also serves only routes 15 and 16. Based upon route maps published at the Collier Area Transit website, it does not appear that either Route 15 or Route 16 stops at least hourly at either the “Westbound stop” or the “Eastbound stop” during the FHFC-designated morning times or afternoon times.

30. Further, neither the Westbound stop nor the Eastbound stop serves a “unique bus route,” which presumably means a route not served by the other claimed stop or stops. Since

Bembridge's two claimed stops do not meet the definition of Public Bus Stop, they could also not be considered "Sister Stops." As a result, Bembridge should have received no Transit Service points.

31. With zero Transit Service points, and zero or 8.5 Community Service points as described above, Bembridge would not have qualified for the Proximity Funding Preference, and would not have been selected for funding.

EAST POINTE PLACE PHASE II, APPLICATION NO. 2020-053D

Proximity Points and Preference

32. For its Community Services for proximity point purposes, East Pointe II claimed a Grocery Store located 1.71 miles from its site, a Public School 0.89 miles away, and a Medical Facility 0.18 miles away. East Pointe II was awarded 1.0 points for its Grocery Store, 3.0 points for its Public School, and 4.0 points for its Medical Facility. East Pointe II should not have received any Medical Facility points.

33. Pursuant to the RFA, Medical Facility is defined as:

A medically licensed facility that (i) employs or has under contractual obligation at least one physician licensed under Chapter 458 or 459, F.S. available to treat patients by walk-in or by appointment; and (ii) provides general medical treatment to any physically sick or injured person. Facilities that specialize in treating specific classes of medical conditions or specific classes of patients, including emergency rooms affiliated with specialty or Class II hospitals and clinics affiliated with specialty or Class II hospitals, will not be accepted.

RFA at 79. The excerpt of the East Pointe II application identifying Community Services and Transit Services is attached hereto as Exhibit "E."

34. Within the application, East Pointe II identified its chosen Medical Facility as Lee Memorial Health System with the address of 3511 Dr. Martin Luther King Blvd., Fort Myers,

Florida 33916, at a claimed distance of 0.18 miles from East Pointe II's DLP. The Medical Facility at this address, however, is Lee Community Healthcare, which operates the following six (6) locations, under these parameters,

- Lehigh Acres (adults, pediatrics and Ob/Gyn)
- **Dunbar (adults only)**
- North Fort Myers (adults only)
- Cape Coral (adults only)
- East Fort Myers (Ob/Gyn)
- South Fort Myers (Ob/Gyn)

Attached hereto as Exhibit "F" is an excerpt of the *About Lee Community Healthcare* page from its website.²

35. The chosen Medical Facility, Lee County Community Healthcare, does not meet the definition of Medical Facility because it only serves adults and therefore only treats a specific group of patients. Even though all applications in this RFA are designated "workforce" housing, the fact that Florida Housing allows Public Schools to be claimed for proximity purposes means that Florida Housing anticipates the units may be occupied by families with children. Without the 4.0 proximity points for a Medical Facility, East Pointe II would have received only 4.0 proximity points for Community Services.

36. For its Transit Services, East Pointe II provided coordinates for three Public Bus Stops, at claimed distances of 0.15 miles (Stop 1), 0.33 miles (Stop 2), and 0.32 miles (Stop 3). Florida Housing's Review Committee awarded East Pointe II 5.5 Transit Service proximity points.

² On the Lee Community Health website, it indicates that primary healthcare for adults is provided for at all locations and *for children (only at Lehigh Acres)*. Moreover, that pediatric care, including well-child services (*only at Lehigh Acres*)

37. East Pointe II's "Stop 1" does not meet the definition of Public Bus Stop. Specifically, Stop 1 is served by Route 10. Route 10 does not stop at Stop 1 at least hourly between 7 a.m. and 9 a.m. According to route maps published on the Lee County transit system ("Lee Tran") website, Stop 1 is served by Route 10 in the Southbound direction. The only transit of Route 10 past Stop 1 between the hours of 7 a.m. and 9 a.m. is a single time, some time between 8:05 a.m. and 8:15 a.m.

38. At most, then East Pointe II would only be entitled to 3.0 Transit Service Points, based on the other two stops claimed by East Pointe II that are between 0.3 and 0.4 miles away. (In fact, East Pointe II may not even qualify for 3.0 points, which Petitioner reserves the right to argue if necessary.)

39. Without its Medical Facility points and with only 3.0 Transit Service points, East Pointe II's total Proximity Score would only be 7.0 points. While East Pointe II would still be an eligible applicant with only 7.0 Proximity Points, it would not be entitled to the Proximity Point preference, and would not have been selected for funding.

**SOLARIS APARTMENTS, APPLICATION NO. 2020-039D
AND SIERRA BAY, APPLICATION NO 2020-040DB**

Water and Sewer Availability Forms (Solaris only)

40. The proposed development of Solaris Apartments, Ltd., was identified as consisting of Scattered Sites³ with 78 units. The RFA requires the applicant to demonstrate Ability to Proceed elements "for the entire proposed Development site, including all Scattered Sites, if applicable..."

³ Scattered Site is defined as follows, as applied to a single Development, means a Development site that, when taken as a whole, is comprised of real property that is not contiguous (each such non-contiguous site within a Scattered Site Development, is considered to be a "Scattered Site"). For purposes of this definition "contiguous" means touching at a point or along a boundary. Real property is contiguous if the only intervening real property interest is an easement, provided the easement is not a roadway or street. All of the Scattered Sites must be located in the same county. Rule 67-48.002 (105), F.A.C.

RFA at 36. The applicant submitted the required *Verification of Availability of Infrastructure Forms* for Water, Sewer and Zoning for the site upon which the Development Location Point was to be located and then also for the second or scattered site.⁴

41. Each of the required forms contain the following language,

Number of Units in the Development: _____

This number must be equal to or greater than the number of units stated by the Applicant in Exhibit A of the RFA.

42. Solaris included in its Application two water availability forms at Attachment 10 (Exhibit G to this Petition), and two sewer availability forms at Attachment 11 (Exhibit H to this Petition). On one of the Attachment 10 forms and one of the Attachment 11 forms, the “Number of Units in the Development” identified was 4. The RFA instructions require that the form identify at least the number of units applied for. The forms should be rejected as non-compliant, and the Application should be rejected as ineligible for failure to accurately identify the number of units in the development on the water and sewer availability verification forms.

Status of Landowner as a Community Land Trust (Sierra Bay and Solaris)

43. The RFA provides that the land for all proposed Priority I Applications must be owned by a Local Government, Public Housing Authority, Land Authority, or Community Land Trust. *See* RFA, p. 9 (§ Four A.3.a.(iii)). If a Community Land Trust is the land owner, the Community Land Trust must demonstrate that it qualifies as a Community Land Trust by providing the following in Attachment 2 to the Application:

- The Community Land Trust must provide its Articles of Incorporation or

⁴ The Verification Forms at issue at the entry for *Development Location*, all contained language which provided as follows,

At a minimum, provide the address number, street name and city and/or provide the street name, closest designated intersection and either the city (if located within a city) or county (if located in the unincorporated area of the county). The location of all Scattered Sites, if applicable, must also be included.

Bylaws demonstrating it has existed since June 28, 2018 or earlier and that a purpose of the Community Land Trust is to provide or preserve affordable housing; and

- The Community Land Trust must provide a list that meets one of the following criteria to demonstrate experience of the Community Land Trust with owning property: (i) at least two parcels of land that the Community Land Trust currently owns; or (ii) one parcel of land that the Community Land Trust owns, consisting of a number of units that equals or exceeds at least 25 percent of the units in the proposed Development.

RFA, p. 9 (§ Four A.3.a.(1)(a)(iii)).

44. Sierra Bay and Solaris, both of which submitted Priority I Applications seeking Land Acquisition Program Funding, identified Residential Options of Florida, Inc. (“Residential Options”), as the Community Land Trust that owns the land. Sierra Bay and Solaris provided identical material in Attachment 2 to their Applications that purportedly demonstrates that the Community Land Trust satisfies the necessary requirements. *See* Exhibit I (Sierra Bay’s Attachment 2).⁵ However, the documentation does not satisfy the RFA’s requirements.

45. Although Residential Options was formed before June 28, 2018 (in 2014), its Articles of Incorporation do not state that the purpose of the entity is to provide or preserve affordable housing. *See* Exhibit I. On September 3, 2019, Residential Options merged with Roof Housing Trust, Inc. (“Roof Housing”), a non-profit entity that was formed on July 17, 2017. Roof Housing’s Articles of Incorporation state that its purpose is to acquire land “*for the primary purpose of providing affordable housing for people with developmental disabilities*” (Emphasis added). *See* Exhibit I. On September 20, 2019, Residential Options amended and restated its Articles of Incorporation to include that a purpose of the Community Land Trust is to

⁵ Solaris’s Attachment 2 is identical to Sierra Bay’s Attachment 2 with the exception of the page from the Florida Secretary of State demonstrating that the particular Applicant is a legally formed entity. For ease of reference, only the Attachment 2 from Sierra Bay is attached.

provide affordable housing and preserve the affordability of housing for low-income or moderate-income people, including people with disabilities, in perpetuity. *See* Exhibit I. However, this amendment was beyond the deadline of June 28, 2018, established in the RFA. Neither Residential Options nor Roof Housing were valid Community Land Trusts on or before June 28, 2018, nor did either of their Articles of Incorporation state that their purpose was to provide or preserve affordable housing. Consequently, Sierra Bay’s and Solaris’s Applications do not meet the RFA requirement that “[t]he Community Land Trust must provide its Articles of Incorporation or Bylaws demonstrating it has existed since June 28, 2018 or earlier and that the purpose of the Community Land Trust is to provide or preserve affordable housing . . .” (Emphasis added).

46. Sierra Bay’s and Solaris’s Community Land Trust also may not meet the experience requirement in the RFA. The Applicants list two developments on their Experience Chart, Independence Place and Liberty Place, both purportedly located in Immokalee, Florida, and each consisting of one residential unit. *See* Exhibit I. From an online search of the county’s property appraiser’s website, Petitioner has located two parcels owned by Residential Options in Immokalee. Assuming these two parcels are the locations of Independence Place and Liberty Place, one of them appears to have only been acquired in December 2018, which is after the date of June 28, 2018 in the RFA for a Community Land Trust to qualify as such. Further, if a Community Land Trust owns just one parcel of land, then it must consist of a number of units that equal or exceeds at least 25 percent of the units in the proposed Development. Given that Sierra Bay proposes a 120-unit, new garden-style multi-family development in connection with the RFA, and Solaris proposes a 78-unit high rise multi-family development, it does not appear that the Community Land Trust meets this alternate experience requirement either.

47. Sierra Bay and Solaris also fail to meet the RFA’s site control requirements for

Priority I Applicants seeking Land Acquisition Program Funding because the land owner, Residential Options, does not qualify as a Community Land Trust. The RFA provides in pertinent part as follows:

Site Control

The properly executed Site Control Certification form (Form Rev. 08-18) must be provided as **Attachment 7** to demonstrate site control as of Application Deadline. Attached to the form must be documents that meet the conditions outlined below. The Site Control Certification form is provided on the RFA Website.

* * * * *

Priority I Applications seeking Land Acquisition Program Funding Requirements

The land must be affordable into Perpetuity. This RFA provides funding to purchase land. Note: There is no guarantee of funding, even for Applicants that are selected for funding. To be eligible for funding, other conditions such as an environmental review and approval during credit underwriting, among others, must be met.

Land Acquisition Program Funding for the future purchase of land

- (1) **The Site Control documentation must include an eligible contract with a Local Government, Public Housing Authority, Land Authority, or Community Land Trust as the buyer.** An eligible contract must meet all of the following conditions:
 - (a) It must have a term that does not expire before February 29, 2020 or that contains extension options exercisable by the purchaser and conditioned solely upon payment of additional monies which, if exercised, would extend the term to a date that is not earlier than February 29, 2020;
 - (b) It must specifically state that the buyer's remedy for default on the part of the seller includes or is specific performance;
 - (c) The purchase price must be included;
 - (d) **The buyer must be the Local Government, Public**

Housing Authority, Land Authority, or Community Land Trust (designated “Land Owner”); and

- (e) The owner of the subject property must be the seller, or is a party to one or more intermediate contracts, agreements, assignments, options, or conveyances between or among the owner, the Applicant, or other parties, that have the effect of assigning the owner’s right to sell the property to the seller. Any intermediate contract must meet the criteria for an eligible contract in (a) through (d) above.

* * * * *

- (3) The Site Control documentation must also include a lease between the Land Owner and the Applicant entity.** The lease payments must equal \$10 a year or less plus any administrative or maintenance fees not to exceed \$10 per unit per year, plus taxes and insurance. The lease must have an unexpired term of at least 50 years after the Application Deadline.

See RFA, pp. 32-33 (§ Four A.7.a.) (Emphasis supplied). Because the “land owner” is not a qualified Community Land Trust, Sierra Bay and Solaris cannot satisfy the highlighted provisions relating to site control.

Site Control- Purchase Agreement (Sierra Bay only)

48. Moreover, the Simple Form Purchase Agreement submitted by Sierra Bay as part of its site control documentation does not meet the requirements of an “eligible contract,” in that it does not “specifically state that the buyer’s remedy for default on the part of the seller includes or is specific performance.” RFA, p. 33 (§ Four A.7.a.(1)(b)). *See* Exhibit J (Simple Form Purchase Agreement between Sierra Bay Apartments, Ltd. and Residential Options of Florida, Inc.)

49. A mandatory requirement of the RFA is that Applicants must provide evidence of site control. RFA, p. 58. Applicants who do not do so are ineligible for funding.⁶

⁶ Petitioner is aware of the provision of the RFA quoted above stating that “[t]he Corporation will not review the site control documentation that is submitted with the Site Control Certification form during the scoring process unless

50. Both Sierra Bay and Solaris should have been found ineligible for funding because their Applications do not meet the RFA's Community Land Trust requirements, which also causes them to fail site control. Additionally, Sierra Bay should be found ineligible because it submitted an inaccurate Site Control Certification Form at Attachment 7 to its Application.

Substantial Interests Affected

51. Petitioner is substantially affected by the evaluation and scoring of the responses to the RFA. The results of the scoring have affected Petitioners ability to obtain funding through the RFA. Consequently, Petitioners have standing to initiate and participate in this and related proceedings.

52. Petitioner is entitled to a Formal Administrative Hearing pursuant to Sections 120.57(1) and 120.57(3), Florida statutes, to resolve the issues set forth in this Petition.

Disputed Issues of Material Fact and Law

53. Disputed issues of material fact and law exist and entitle Petitioners to a Formal Administrative Hearing pursuant to Section 120.57(1), Florida Statutes. The disputed issues of material fact and law include, but are not limited to, the following:

- a. Whether the Application of MHP Bembridge violated the terms of the RFA by identifying four Community Services instead of the three allowed by the RFA, and should either be rejected as ineligible or should receive zero Community Service proximity points.
- b. Whether FHFC's scoring of Bembridge's Community Services, and

there is a reason to believe that the form has been improperly executed, nor will it in any case evaluate the validity or enforceability of any such documentation." However, each Applicant must complete a Site Control Certification Form, under penalties of perjury, that it has an Eligible Contract that includes the terms set forth in Section Four A.7.a. of the RFA. Sierra Bay's site control documentation does not comply with the RFA, and Sierra Bay's Site Control Certification Form was false at the time it was executed.

particularly in scoring the three Community Services that accorded Bembridge the highest Community Services score possible, violated the terms of the RFA in a manner which was contrary to competition, arbitrary, and capricious.

- c. Whether the Bembridge application demonstrated entitlement to 1.0 Transit Service Points, or even entitlement to any Transit Service Points at all.
- d. Whether a determination that Bembridge was entitled to any Transit Service Points would be contrary to the terms of the RFA in a manner which is arbitrary, capricious, and contrary to competition.
- e. Whether the Medical Facility claimed in the East Pointe Place II application satisfies the RFA's requirement of providing general medical treatment to "any physically sick or injured person."
- f. Whether a determination that the Medical Facility claimed in the East Pointe Place II application satisfies the RFA's requirements for a Medical Facility would be contrary to the RFA in a manner which is arbitrary, capricious, and contrary to competition.
- g. Whether East Pointe II is entitled to 5.5 Proximity Points for its Transit Services.
- h. Whether East Pointe II is entitled to receive the Proximity Funding Preference.
- i. Whether the Solaris Apartment's application contained water and sewer verification forms that were properly and accurately completed.
- j. Whether a determination that the Solaris application contained properly and

accurately completed water and sewer verification forms was in violation of the RFA in a manner which was arbitrary, capricious, and contrary to competition.

- k. Whether the alleged “Community Land Trust” which was identified in the applications of Sierra Bay and Solaris satisfies the RFA’s requirements for a Community Land Trust; and, if not, whether the Sierra Bay and Solaris applications must be deemed ineligible for consideration for funding.
- l. Whether a determination that the “Community Land Trust” identified in the Sierra Bay and Solaris site control documentation qualifies as a Community Land Trust would be contrary to the RFA specifications in a manner which is arbitrary, capricious, contrary to competition, or clearly erroneous.
- m. Whether the Simple Form Purchase Agreement for the Sierra Bay development site satisfies the RFA requirements for existence of a specific performance remedy; and, if it does not, whether a determination that it does would be contrary to the RFA in a manner which is arbitrary, capricious, contrary to competition, or clearly erroneous.
- n. Whether the Sierra Bay application must be deemed ineligible for consideration for funding; and whether a determination that it is eligible is contrary to the RFA in a manner which is arbitrary, capricious, contrary to competition, or clearly erroneous.
- o. Whether the Solaris application must be deemed ineligible for consideration for funding; and whether a determination that it is eligible is contrary to the RFA in a manner which is arbitrary, capricious, contrary to

competition, or clearly erroneous.

Statutes and Rules Entitling Relief

54. Petitioner is entitled to relief pursuant to Section 120.569 and 120.57, Florida Statutes, Chapters 28-106, 28-110, and 67-60, Florida Administrative Code.

Concise Statement of Ultimate Fact and Law, Including the Specific Facts Warranting Reversal of the Agency's Intended Award

55. Petitioner participated in the RFA process to compete for an award of Housing Credit funds based upon the delineated scoring and ranking criteria in the RFA. The ultimate facts relevant to this Petitioner are:

- a. The MHP Bembridge application violated the RFA's instructions regarding identification of Community Services by identifying more than the maximum number allowed.
- b. Florida Housing acted contrary to the terms of the RFA and anti-competitively when it selected which of Bembridge's Community Services to score so as to maximize Bembridge's score.
- c. The MHP Bembridge application was not entitled to any Transit Service points because its claimed Public Bus Stops are not served by a route at least hourly between 7 a.m. and 9 a.m. and between 4 p.m. and 6 p.m.
- d. The East Pointe Place II application is not entitled to any proximity points for a Medical Facility because its claimed Medical Facility does not satisfy the RFA's requirements; and is not entitled to 5.5 Transit Service points; and is entitled to at most 3.0 Transit Service points since one of its three claimed Public Bus Stops does not meet the definition of a Public Bus Stop; and, as a result, is not entitled to the Proximity Funding Preference.

- e. The Solaris Apartment’s application should be deemed ineligible because it included water and sewer availability forms that did not accurately state the number of units proposed for the Solaris development; and because the identified future owner of the land does not qualify as a Community Land Trust.
- f. The Sierra Bay application must be deemed ineligible because its site control documentation relies on a Purchase Agreement that does not contain a specific performance remedy.
- g. The Sierra Bay and Solaris applications must be deemed ineligible because the identified owner of the Land which will be leased to the applicants does not qualify as a Community Land Trust, as required by the RFA.
- h. Bella Vista is entitled to selection for funding in this RFA.

56. Unless the eligibility determinations, scores and rankings are corrected, and the preliminary allocation revised, Petitioner will be excluded from funding, contrary to the provisions of the RFA and Florida Housings governing statutes and rules.

57. A correct application of the eligibility, scoring and ranking criteria will result in funding for the Petitioner.

Right to Amend the Petition

58. Petitioner reserves the right to amend this Petition if additional disputed issues of material fact are identified during the discovery process in this case.

WHEREFORE, pursuant to section 120.57(3), Florida Statutes, and rule 28-110.004, Florida Administrative Code, Petitioner’s request the following relief:

- a) An opportunity to resolve this protest by mutual agreement within seven days of

the filing of this Petition as provided by Section 120.57(3)(d)(1), Florida Statutes.

- b) If this protest cannot be resolved within seven days, that the matter be referred to the Division of Administrative Hearings for a formal hearing to be conducted before an Administrative Law Judge (“ALJ”) pursuant to Section 120.57(1) and (3), Florida Statutes.
- c) The ALJ enter a Recommended Order determining that the application of is ineligible and award funding to the Petitioner as the next eligible applicant.
- d) That the Corporation adopt the Recommended Order of the ALJ.

FILED AND SERVED this 13th day of January, 2020.

/s/ M. Christopher Bryant

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CERTIFICATE OF SERVICE

I **HEREBY CERTIFY** that the original of the foregoing Amended Formal Written Protest and Petition for Administrative Proceedings has been filed by e-mail with the Corporation Clerk, Florida Housing Finance Corporation, 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301-1329 (CorporationClerk@floridahousing.org), and a copy via e-mail to the following this 13th day of January, 2020:

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/s/ M. Christopher Bryant

ATTORNEY

Exhibits to Bella Vista Amended Petition

- A. Spreadsheet of Board-Approved Scoring and Eligibility Determinations in RFA 2019-102, posted Friday, December 13, 2019 at 9:19 a.m.
- B. Spreadsheet of Board-Approved Funding Selections in RFA 2019-102, posted Friday, December 13, 2019 at 9:19 a.m.
- C. Bella Vista's Notice of Protest letter, time-stamped in at 8:58 a.m. on Wednesday, December 18, 2019.
- D. Excerpt of MHP Bembridge, Application No. 2020-046DB, showing Community Services and Transit Services for Proximity Point scoring
- E. Excerpts of East Pointe II, Application No. 2020-053D identifying Community Services and Transit Services
- F. Printout from Lee Community Healthcare website
- G. Attachment 10 to Application of Solaris Apartments, Application No. 2020-039D, Water Availability
- H. Attachment 11 to Application of Solaris Apartments, Application No. 2020-039D, Sewer Availability
- I. Attachment 2 to Sierra Bay Application, Articles of Incorporation for Residential Options of Florida, Inc.
- J. Portion of Attachment 7 to Sierra Bay Application, Simple Form Purchase Agreement

RFA 2019-102 Board Approved Scoring Results

Application Number	Name of Development	County	Name of Authorized Principal Representative	Land Owner	Units	Land Acquisition Program Funding Request Amount	Development Funding Request Amount	Total CDBG-DR Request Amount (Land Acquisition plus Development Funding)	Eligible For Funding?	Priority level	Total Points	Resiliency Preference	Federal Funding Preference	Proximity Funding Preference	Corporation Funding Per Set-Aside	Leveraging Levels	Florida Job Creation Preference	Lottery Number
Eligible Applications																		
2020-018DB	Civitas of Cape Coral	Lee	Michael Allan	Lee County Housing Authority	96	950,000.00	4,683,218.00	5,633,218.00	Y	1	5	Y	Y	Y	47,222.45	3	Y	2
2020-019DB	Parker Pointe	Polk	Oscar Sol	City of Lakeland	88		7,990,000.00	7,990,000.00	Y	1	5	Y	Y	Y	79,101.00	4	Y	35
2020-022DB	Quail Roost Transit Village II	Miami-Dade	Kenneth Naylor	Miami-Dade County	248		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	24,980.65	1	Y	37
2020-023D	Brownsville Transit Village V	Miami-Dade	Kenneth Naylor	Miami-Dade County	120		3,900,000.00	3,900,000.00	Y	1	5	Y	Y	Y	25,168.00	1	Y	6
2020-024D	Northside Transit Village III	Miami-Dade	Kenneth Naylor	Miami-Dade County	200		7,300,000.00	7,300,000.00	Y	1	5	Y	Y	Y	28,265.60	1	Y	18
2020-025D	Pondella Preserve	Lee	Darren Smith	Lee County Housing Authority	65	685,000.00	6,200,000.00	6,885,000.00	Y	1	5	Y	Y	Y	92,332.31	5	Y	11
2020-026DB	Saratoga Crossings III	Broward	Anne Castro	Dania Beach Housing Authority	75	2,399,990.00	3,100,000.00	5,499,990.00	Y	1	5	Y	Y	Y	28,567.62	1	Y	41
2020-027DB	Lofts at Cathedral	Duval	James R. Hoover		92		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	Y	70,706.09	2	Y	26
2020-028DB	Meadows Redev I	Orange	Darren Smith	The Housing Authority of the City of Winter Park, Florida	80		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	96,800.00	5	Y	25
2020-030DB	Eagle Pointe	Osceola	Domingo Sanchez		76		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	Y	92,631.58	3	Y	17
2020-031DB	Madison Crest	Volusia	Patrick E. Law		60		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	N	117,333.33	5	Y	44
2020-032DB	Shoreview Place	Miami-Dade	Matthew A. Rieger	Housing Authority of the City of Miami Beach	94		3,948,000.00	3,948,000.00	Y	1	5	Y	Y	Y	36,590.40	3	Y	33
2020-033D	Blue Sky Landing	Saint Lucie	Shawn Wilson	St. Lucie County	82		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	84,995.12	5	Y	15
2020-035DB	Courtside Apartments, Phase III	Miami-Dade	Matthew A. Rieger	Miami-Dade County	80		4,500,000.00	4,500,000.00	Y	1	5	Y	Y	Y	43,560.00	3	Y	22
2020-036DB	Pinewood Park	Brevard	Timothy M. Morgan		60		6,880,000.00	6,880,000.00	Y	2	5	Y	Y	Y	99,897.60	3	Y	34
2020-038DB	Bella Vista	Lee	Matthew A. Rieger	Lee County Housing Authority	96	1,450,000.00	8,000,000.00	9,450,000.00	Y	1	5	Y	Y	Y	73,333.33	4	Y	42

RFA 2019-102 Board Approved Scoring Results

Application Number	Name of Development	County	Name of Authorized Principal Representative	Land Owner	Units	Land Acquisition Program Funding Request Amount	Development Funding Request Amount	Total CDBG-DR Request Amount (Land Acquisition plus Development Funding)	Eligible For Funding?	Priority level	Total Points	Resiliency Preference	Federal Funding Preference	Proximity Funding Preference	Corporation Funding Per Set-Aside	Leveraging Levels	Florida Job Creation Preference	Lottery Number
2020-039D	Solaris Apartments	Broward	Mara M. Mades	Residential Options of Florida, Inc.	78	4,500,000.00	3,420,000.00	7,920,000.00	Y	1	5	Y	Y	Y	28,861.29	2	Y	40
2020-040DB	Sierra Bay	Miami-Dade	Mara S. Mades	Residential Options of Florida, Inc.	120	3,300,000.00	3,650,000.00	6,950,000.00	Y	1	5	Y	Y	Y	29,443.33	2	Y	13
2020-041D	Metro Grande III	Miami-Dade	Mara S. Mades	Miami-Dade County	84		3,175,000.00	3,175,000.00	Y	1	5	Y	Y	Y	29,270.48	2	Y	14
2020-042D	Platform 3750 at Frankie Shannon Rolle Center	Miami-Dade	Mara S. Mades	Miami-Dade County	77		4,000,000.00	4,000,000.00	Y	1	5	Y	Y	Y	40,228.57	3	Y	27
2020-043D	Grove Manor Phase I	Polk	Darren Smith	Lake Wales Housing Authority	80		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	96,800.00	5	Y	12
2020-044D	Hillcrest Reserve	Polk	Darren Smith	Winter Haven Housing Authority	80		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	96,800.00	5	Y	9
2020-045DB	Beacon Place	Miami-Dade	Matthew A. Rieger	The Housing Authority of the City of Homestead	180	4,320,000.00	6,925,500.00	11,245,500.00	Y	1	5	Y	Y	Y	31,284.79	2	Y	19
2020-046DB	Bembridge	Collier	Christopher Shear	Collier County	82		7,800,000.00	7,800,000.00	Y	1	5	Y	Y	Y	83,707.32	4	Y	29
2020-047DB	Ambar Walk	Miami-Dade	Elena M. Adames		136		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	Y	56,941.18	1	Y	10
2020-048DB	Twin Lakes Estates - Phase III	Polk	Matthew A. Rieger	Housing Authority of the City of Lakeland, Florida	86		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	81,041.86	4	Y	36
2020-049DB*	Ambar Trail	Miami-Dade	Elena M. Adames		210		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	Y	33,188.57	1	Y	30
2020-050DB	Ashley Park	Duval	Timothy M. Morgan		72		7,800,000.00	7,800,000.00	Y	2	5	Y	Y	Y	104,866.67	4	Y	16
2020-053D	East Pointe Place Phase II	Lee	Alberto Milo, Jr.	The Housing Authority of the City of Fort Myers	90		4,680,000.00	4,680,000.00	Y	1	5	Y	Y	Y	50,336.00	3	Y	38
2020-054DB	WRDG T4	Hillsborough	Leroy Moore	The Housing Authority of the City of Tampa, Florida	112		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	55,314.29	4	Y	5
2020-055DB	Parramore Oaks Phase Two	Orange	Paula McDonald Rhodes	Bright Community Trust, Inc.	91	154,611.18	5,545,388.82	5,700,000.00	Y	1	5	Y	Y	Y	53,089.48	3	Y	43
2020-056D	Brisas del Este Apartments	Miami-Dade	Albert Milo, Jr.	Miami-Dade County	150		5,000,000.00	5,000,000.00	Y	1	5	Y	Y	Y	25,813.33	1	Y	8
2020-057DB*	Modello II	Miami-Dade	Gary J. Gorman	Miami-Dade County	108		4,000,000.00	4,000,000.00	Y	1	5	Y	Y	Y	32,266.67	2	Y	21
2020-058D	Paseo del Rio	Miami-Dade	Alberto Milo, Jr.	Miami-Dade County	180		6,000,000.00	6,000,000.00	Y	1	5	Y	Y	Y	25,813.33	1	Y	31

RFA 2019-102 Board Approved Scoring Results

Application Number	Name of Development	County	Name of Authorized Principal Representative	Land Owner	Units	Land Acquisition Program Funding Request Amount	Development Funding Request Amount	Total CDBG-DR Request Amount (Land Acquisition plus Development Funding)	Eligible For Funding?	Priority level	Total Points	Resiliency Preference	Federal Funding Preference	Proximity Preference	Corporation Funding Per Set-Aside	Leveraging Levels	Florida Job Creation Preference	Lottery Number
Ineligible Applications																		
2020-017D	Berkeley Landing	Palm Beach	Jennie D. Lagmay	Bright Community Trust, Inc.	95	2,500,000.00	6,500,000.00	9,000,000.00	N	1	5	Y	Y	Y	66,231.58		Y	20
2020-020D	Thornton Place	Brevard	Jennie D. Lagmay	Bright Community Trust, Inc.	90	2,000,000.00	8,000,000.00	10,000,000.00	N	1	5	Y	Y	Y	86,044.44		Y	39
2020-021D	Parkview Commons	Duval	J. David Page		122		8,000,000.00	8,000,000.00	N	2	5	Y	Y	Y	59,378.36		Y	3
2020-034D	Berkshire Square	Orange	Jennie D. Lagmay	Hannibal Square Community Land Trust, Inc.	90	1,600,000.00	8,000,000.00	9,600,000.00	N	1	5	Y	Y	Y	86,044.44		Y	4
2020-037DB	Ambar Villas	Miami-Dade	Elena M. Adames		120		8,000,000.00	8,000,000.00	N	2	5	Y	Y	Y	64,533.33		Y	1
2020-052DB	Royal Park Apartments	Alachua	Scott Zimmerman		88		8,000,000.00	8,000,000.00	N	3	5	Y	Y	Y	79,200.00		Y	24
2020-059D	Liberty Square Phase Four	Miami-Dade	Alberto Milo, Jr.	Miami-Dade County	186		5,904,761.00	5,904,761.00	N	1	5	Y	Y	Y	25,813.33		Y	23
2020-060DB	Hibiscus Apartments Phase Two	Lee	Scott Zimmerman	Bright Community Trust, Inc	96	1,200,000.00	5,800,000.00	7,000,000.00	N	1	5	Y	Y	Y	58,483.33		Y	7
Withdrawn Applications																		
2020-029D	Residences at Naranja Lakes	Miami-Dade	Robert G Hoskins	BHP Community Land Trust, Inc.	140	3,250,000.00	5,400,000.00	8,650,000.00	N		0				31,363.20			28
2020-051D	Carrington Park	Volusia	Timothy M. Morgan		72		7,800,000.00	7,800,000.00	N		0				104,866.67			32

*Florida Housing applied the Mid-Rise 4 story multiplier at the review committee meeting. This affected the Corporation Funding Per Set-Aside Amount.

On December 13, 2019, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee’s motion to adopt the scoring results above.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.

RFA 2019-102 Board Approved Preliminary Awards

Total Development Funding Available	66,000,000.00
Total Development Funding Allocated	63,943,606.82
Funding needed for Land Acquisition Requests	1,304,601.18
Total Development Funding Balance Remaining	751,792.00

Total Land Acquisition Program Funding Available	10,000,000.00
Total Land Acquisition Program Funding Allocated	11,304,601.18
Land Acquisition Request funded through Dev. Funding	(1,304,601.18)
Total Land Acquisition Program Funding Remaining	-

Total CDBG-DR Funding Available	76,000,000.00
Total CDBG-DR Funding Allocated	75,248,208.00
Total CDBG-DR Funding Remaining	751,792.00

All Applications

Application Number	Name of Development	County	Name of Authorized Principal Representative	Land Owner	Land Acquisition Program Funding Request Amount	Development Funding Request Amount	Total CDBG-DR Request Amount (Land Acquisition plus Development Funding)	Funding Test Met	County Award Tally	Priority level	Total Points	Resiliency Preference	Federal Funding Preference	Proximity Preference	Leveraging Levels	Florida Job Creation Preference	Lottery Number
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Goal to fund two Priority 1 Applications that requested and are eligible for Land Acquisition Program Funding

2020-026DB	Saratoga Crossings III	Broward	Anne Castro	Dania Beach Housing Authority	2,399,990.00	3,100,000.00	5,499,990.00	Y	1	1	5	Y	Y	Y	1	Y	41
2020-040DB	Sierra Bay	Miami-Dade	Mara S. Mades	Residential Options of Florida, Inc.	3,300,000.00	3,650,000.00	6,950,000.00	Y	1	1	5	Y	Y	Y	2	Y	13

Remaining Priority 1 Applications

2020-018DB	Civitas of Cape Coral	Lee	Michael Allan	Lee County Housing Authority	950,000.00	4,683,218.00	5,633,218.00	Y	1	1	5	Y	Y	Y	3	Y	2
2020-055DB	Parramore Oaks Phase Two	Orange	Paula McDonald Rhodes	Bright Community Trust, Inc.	154,611.18	5,545,388.82	5,700,000.00	Y	1	1	5	Y	Y	Y	3	Y	43
2020-054DB	WRDG T4	Hillsborough	Leroy Moore	The Housing Authority of the City of Tampa, Florida		8,000,000.00	8,000,000.00	Y	1	1	5	Y	Y	Y	4	Y	5
2020-046DB	Bembridge	Collier	Christopher Shear	Collier County		7,800,000.00	7,800,000.00	Y	1	1	5	Y	Y	Y	4	Y	29
2020-019DB	Parker Pointe	Polk	Oscar Sol	City of Lakeland		7,990,000.00	7,990,000.00	Y	1	1	5	Y	Y	Y	4	Y	35
2020-033D	Blue Sky Landing	Saint Lucie	Shawn Wilson	St. Lucie County		8,000,000.00	8,000,000.00	Y	1	1	5	Y	Y	Y	5	Y	15
2020-023D	Brownsville Transit Village V	Miami-Dade	Kenneth Naylor	Miami-Dade County		3,900,000.00	3,900,000.00	Y	2	1	5	Y	Y	Y	1	Y	6
2020-039D	Solaris Apartments	Broward	Mara M. Mades	Residential Options of Florida, Inc.	4,500,000.00	3,420,000.00	7,920,000.00	Y	2	1	5	Y	Y	Y	2	Y	40
2020-053D	East Pointe Place Phase II	Lee	Alberto Milo, Jr.	The Housing Authority of the City of Fort Myers		4,680,000.00	4,680,000.00	Y	2	1	5	Y	Y	Y	3	Y	38
2020-041D	Metro Grande III	Miami-Dade	Mara S. Mades	Miami-Dade County		3,175,000.00	3,175,000.00	Y	3	1	5	Y	Y	Y	2	Y	14

On December 13, 2019, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion and staff recommendation to select the above Applications for funding and invite the Applicants to enter credit underwriting.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.



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December 18, 2019

Via E-mail

Corporation Clerk
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227 North Bronough Street, Suite 5000
Tallahassee, Florida 32301-1329
CorporationClerk@floridahousing.org

Re: RFA 2019-102 Community Development Block Grant-Disaster Recovery (CDBG-DR) to be Used in Conjunction with Tax-Exempt MMRB and Non-Competitive Housing Credits in Counties Deemed Hurricane Recovery Priorities

Notice of Protest by HTG Bella Vista, LLC
Applicant for Application No. 2020-038DB, Bella Vista

Dear Corporation Clerk:

Pursuant to Section 120.57(3) Fla. Stat., and Rules 67-60.009(2) and 28-110.003, Fla. Admin. Code, HTG Bella Vista, LLC ("Bella Vista"), Applicant for Application No. 2020-038DB in RFA 2019-102, hereby gives notice of its intent to protest the determinations contained on the attached spreadsheets reflecting proposed awards of funding (Attachment A) and proposed scoring, eligibility, and ineligibility determinations (Attachment B) in RFA 2019-102, as approved by the Corporation's Board of Directors on Friday, December 13, 2019. These spreadsheets were posted on the Corporation's website on Friday, December 13, 2019, at 9:19 a.m.; this Notice of Protest is being filed within 72 hours of such posting (excluding Saturdays and Sundays).

Bella Vista will file its formal written protest within the time required by Section 120.57(3), Fla. Stat.

Sincerely,

M. Christopher Bryant
Counsel for HTG Bella Vista, LLC
Applicant for Application No. 2020-038DB

cc: Hugh Brown, General Counsel (by e-mail only - Hugh.Brown@floridahousing.org)

RFA 2019-102 Board Approved Preliminary Awards

Total Development Funding Available	66,000,000.00
Total Development Funding Allocated	63,943,606.82
Funding needed for Land Acquisition Requests	1,304,601.18
Total Development Funding Balance Remaining	751,792.00

Total Land Acquisition Program Funding Available	10,000,000.00
Total Land Acquisition Program Funding Allocated	11,304,601.18
Land Acquisition Request funded through Dev. Funding	(1,304,601.18)
Total Land Acquisition Program Funding Remaining	-

Total CDBG-DR Funding Available	76,000,000.00
Total CDBG-DR Funding Allocated	75,248,208.00
Total CDBG-DR Funding Remaining	751,792.00

All Applications

Application Number	Name of Development	County	Name of Authorized Principal Representative	Land Owner	Land Acquisition Program Funding Request Amount	Development Funding Request Amount	Total CDBG-DR Request Amount (Land Acquisition plus Development Funding)	Funding Test Met	County Award Tally	Priority level	Total Points	Resiliency Preference	Federal Funding Preference	Proximity Funding Preference	Leveraging Levels	Florida Job Creation Preference	Lottery Number
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Goal to fund two Priority 1 Applications that requested and are eligible for Land Acquisition Program Funding

2020-02609	Saratoga Crossings III	Broward	Anne Castro	Dania Beach Housing Authority	2,399,990.00	3,100,000.00	5,499,990.00	Y	1	1	5	Y	Y	Y	1	Y	41
2020-04009	Sierra Bay	Miami-Dade	Mara S. Mades	Residential Options of Florida, Inc.	3,300,000.00	3,650,000.00	6,950,000.00	Y	1	1	5	Y	Y	Y	2	Y	13

Remaining Priority 1 Applications

2020-01808	Civitas of Cape Coral	Lee	Michael Allan	Lee County Housing Authority	950,000.00	4,683,218.00	5,633,218.00	Y	1	1	5	Y	Y	Y	3	Y	2
2020-05508	Parramore Oaks Phase Two	Orange	Pzula McDonald Rhodes	Bright Community Trust, Inc.	154,611.18	5,545,388.82	5,700,000.00	Y	1	1	5	Y	Y	Y	3	Y	43
2020-05409	WRDG T4	Hillsborough	Leroy Moore	The Housing Authority of the City of Tampa, Florida		8,000,000.00	8,000,000.00	Y	1	1	5	Y	Y	Y	4	Y	5
2020-04608	Rembridge	Collier	Christopher Shear	Collier County		7,800,000.00	7,800,000.00	Y	1	1	5	Y	Y	Y	4	Y	29
2020-01909	Parker Pointe	Polk	Oscar Sol	City of Lakeland		7,990,000.00	7,990,000.00	Y	1	1	5	Y	Y	Y	4	Y	35
2020-0330	Blue Sky Landing	Saint Lucie	Shawn Wilson	St. Lucie County		8,000,000.00	8,000,000.00	Y	1	1	5	Y	Y	Y	5	Y	15
2020-0230	Brownsville Transit Village V	Miami-Dade	Kenneth Naylor	Miami-Dade County		3,900,000.00	3,900,000.00	Y	2	1	5	Y	Y	Y	1	Y	6
2020-0390	Solaris Apartments	Broward	Mara M. Mades	Residential Options of Florida, Inc.	4,500,000.00	3,420,000.00	7,920,000.00	Y	2	1	5	Y	Y	Y	2	Y	40
2020-0530	East Pointe Place Phase II	Lee	Alberto Milo, Jr.	The Housing Authority of the City of Fort Myers		4,680,000.00	4,680,000.00	Y	2	1	5	Y	Y	Y	3	Y	38
2020-0410	Metro Grande III	Miami-Dade	Mara S. Mades	Miami-Dade County		3,175,000.00	3,175,000.00	Y	3	1	5	Y	Y	Y	2	Y	14

On December 13, 2019, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion and staff recommendation to select the above Applications for funding and invite the Applicants to enter credit underwriting.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.

Exhibit A

RFA 2019-102 Board Approved Scoring Results

Application Number	Name of Development	County	Name of Authorized Principal Representative	Land Owner	Units	Land Acquisition Program Funding Request Amount	Development Funding Request Amount	Total CDBG-DR Request Amount (Land Acquisition plus Development Funding)	Eligible For Funding?	Priority level	Total Points	Resiliency Preference	Federal Funding Preference	Proximity Funding Preference	Corporation Funding Per Set-Aside	Leveraging Levels	Florida Job Creation Preference	Lottery Number
Eligible Applications																		
2020-018D0	Civitas of Cape Coral	Lee	Michael Allan	Lee County Housing Authority	96	950,000.00	4,683,218.00	5,633,218.00	Y	1	5	Y	Y	Y	47,222.45	3	Y	2
2020-019D0	Parlier Pointe	Polk	Oscar Sol	City of Lakeland	88		7,990,000.00	7,990,000.00	Y	1	5	Y	Y	Y	79,101.00	4	Y	35
2020-022D0	Quail Roost Transit Village II	Miami-Dade	Kenneth Naylor	Miami-Dade County	248		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	24,980.65	1	Y	37
2020-023D	Brownsville Transit Village V	Miami-Dade	Kenneth Naylor	Miami-Dade County	120		3,900,000.00	3,900,000.00	Y	1	5	Y	Y	Y	25,168.00	1	Y	6
2020-024D	Northside Transit Village III	Miami-Dade	Kenneth Naylor	Miami Dade County	200		7,300,000.00	7,300,000.00	Y	1	5	Y	Y	Y	28,265.60	1	Y	18
2020-025D	Pondella Preserve	Lee	Darren Smith	Lee County Housing Authority	65	685,000.00	6,200,000.00	6,885,000.00	Y	1	5	Y	Y	Y	92,332.31	5	Y	11
2020-026D0	Saratoga Crossings III	Broward	Anne Castro	Dania Beach Housing Authority	75	2,399,990.00	3,100,000.00	5,499,990.00	Y	1	5	Y	Y	Y	28,567.62	1	Y	41
2020-027D0	Lofts at Cathedral	Duval	James R. Hoover		92		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	Y	70,706.09	2	Y	26
2020-028D0	Meadows Redev I	Orange	Darren Smith	The Housing Authority of the City of Winter Park, Florida	80		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	96,800.00	5	Y	25
2020-030D0	Eagle Pointe	Osceola	Domingo Sanchez		76		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	Y	92,631.58	3	Y	17
2020-031D0	Madison Crest	Volusia	Patrick E. Law		60		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	N	117,333.33	5	Y	44
2020-032D0	Shoreview Place	Miami-Dade	Matthew A. Rieger	Housing Authority of the City of Miami Beach	94		3,948,000.00	3,948,000.00	Y	1	5	Y	Y	Y	36,590.40	3	Y	33
2020-033D	Blue Sky Landing	Saint Lucie	Shawn Wilson	St. Lucie County	82		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	84,955.12	5	Y	15
2020-035D0	Courtside Apartments, Phase III	Miami-Dade	Matthew A. Rieger	Miami-Dade County	80		4,500,000.00	4,500,000.00	Y	1	5	Y	Y	Y	43,560.00	3	Y	22
2020-036D0	Pinewood Park	Brevard	Timothy M. Morgan		60		6,880,000.00	6,880,000.00	Y	2	5	Y	Y	Y	99,897.60	3	Y	34
2020-038D0	Bella Vista	Lee	Matthew A. Rieger	Lee County Housing Authority	96	1,450,000.00	8,000,000.00	9,450,000.00	Y	1	5	Y	Y	Y	73,333.33	4	Y	42

Exhibit B

RFA 2019-102 Board Approved Scoring Results

Application Number	Name of Development	County	Name of Authorized Principal Representative	Land Owner	Units	Land Acquisition Program Funding Request Amount	Development Funding Request Amount	Total CDBG-DR Request Amount (Land Acquisition plus Development Funding)	Eligible For Funding?	Priority level	Total Points	Resiliency Preference	Federal Funding Preference	Proximity Funding Preference	Corporation Funding Per Set-Aside	Leveraging Levels	Florida Job Creation Preference	Lottery Number
2020-039D	Solaris Apartments	Broward	Mara M. Madas	Residential Options of Florida, Inc.	78	4,500,000.00	3,420,000.00	7,920,000.00	Y	1	5	Y	Y	Y	28,861.29	2	Y	40
2020-040D	Sierra Bay	Miami-Dade	Mara S. Madas	Residential Options of Florida, Inc.	120	3,300,000.00	3,650,000.00	6,950,000.00	Y	1	5	Y	Y	Y	29,443.33	2	Y	13
2020-041D	Metro Grande III	Miami-Dade	Mara S. Madas	Miami-Dade County	84		3,175,000.00	3,175,000.00	Y	1	5	Y	Y	Y	29,270.48	2	Y	14
2020-042D	Platform 3750 at Frankie Shannon Rolle Center	Miami-Dade	Mara S. Madas	Miami-Dade County	77		4,000,000.00	4,000,000.00	Y	1	5	Y	Y	Y	40,228.57	3	Y	27
2020-043D	Grove Manor Phase I	Polk	Darren Smith	Lake Wales Housing Authority	80		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	96,800.00	5	Y	12
2020-044D	Hillcrest Reserve	Polk	Darren Smith	Winter Haven Housing Authority	80		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	96,800.00	5	Y	9
2020-045D	Beacon Place	Miami-Dade	Matthew A. Rieger	The Housing Authority of the City of Homestead	180	4,320,000.00	6,925,500.00	11,245,500.00	Y	1	5	Y	Y	Y	31,284.79	2	Y	19
2020-046D	Bembridge	Collier	Christopher Shear	Collier County	82		7,800,000.00	7,800,000.00	Y	1	5	Y	Y	Y	83,707.32	4	Y	29
2020-047D	Amber Walk	Miami-Dade	Elena M. Adames		136		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	Y	56,941.18	1	Y	10
2020-048D	Twin Lakes Estates - Phase III	Polk	Matthew A. Rieger	Housing Authority of the City of Lakeland, Florida	86		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	81,041.86	4	Y	36
2020-049D*	Amber Trail	Miami-Dade	Elena M. Adames		210		8,000,000.00	8,000,000.00	Y	2	5	Y	Y	Y	33,188.57	1	Y	30
2020-050D	Ashley Park	Duval	Timothy M. Morgan		72		7,800,000.00	7,800,000.00	Y	2	5	Y	Y	Y	104,866.67	4	Y	16
2020-053D	East Pointe Place Phase II	Lee	Alberto Milo, Jr.	The Housing Authority of the City of Fort Myers	90		4,680,000.00	4,680,000.00	Y	1	5	Y	Y	Y	50,336.00	3	Y	38
2020-054D	WRDG T4	Hillsborough	Leroy Moore	The Housing Authority of the City of Tampa, Florida	112		8,000,000.00	8,000,000.00	Y	1	5	Y	Y	Y	55,314.29	4	Y	5
2020-055D	Parramore Oaks Phase Two	Orange	Paula McDonald Rhodes	Bright Community Trust, Inc.	91	154,611.18	5,545,388.82	5,700,000.00	Y	1	5	Y	Y	Y	53,089.48	3	Y	43
2020-056D	Brisas del Este Apartments	Miami-Dade	Albert Milo, Jr.	Miami-Dade County	150		5,000,000.00	5,000,000.00	Y	1	5	Y	Y	Y	25,813.33	1	Y	8
2020-057D*	Modello II	Miami-Dade	Gary J. Gorman	Miami-Dade County	108		4,000,000.00	4,000,000.00	Y	1	5	Y	Y	Y	32,266.67	2	Y	21
2020-058D	Paseo del Rio	Miami-Dade	Alberto Milo, Jr.	Miami Dade County	180		6,000,000.00	6,000,000.00	Y	1	5	Y	Y	Y	25,813.33	1	Y	31

Exhibit B

RFA 2019-102 Board Approved Scoring Results

Application Number	Name of Development	County	Name of Authorized Principal Representative	Land Owner	Units	Land Acquisition Program Funding Request Amount	Development Funding Request Amount	Total CDBG-DR Request Amount (Land Acquisition plus Development Funding)	Eligible For Funding?	Priority level	Total Points	Resiliency Preference	Federal Funding Preference	Proximity Funding Preference	Corporation Funding Per Set-Aside	Leveraging Levels	Florida Job Creation Preference	Lottery Number
Ineligible Applications																		
2020-017D	Berkeley Landing	Palm Beach	Jennie D. Lagmay	Bright Community Trust, Inc.	95	2,500,000.00	6,500,000.00	9,000,000.00	N	1	5	Y	Y	Y	66,231.58		Y	20
2020-020D	Thornton Place	Brevard	Jennie D. Lagmay	Bright Community Trust, Inc.	90	2,000,000.00	8,000,000.00	10,000,000.00	N	1	5	Y	Y	Y	86,044.44		Y	39
2020-021D	Parkview Commons	Duval	J. David Page		122		8,000,000.00	8,000,000.00	N	2	5	Y	Y	Y	59,378.36		Y	3
2020-034D	Berkshire Square	Orange	Jennie D. Lagmay	Hannibal Square Community Land Trust, Inc.	90	1,600,000.00	8,000,000.00	9,600,000.00	N	1	5	Y	Y	Y	86,044.44		Y	4
2020-037D8	Amber Villas	Miami-Dade	Elena M. Adames		120		8,000,000.00	8,000,000.00	N	2	5	Y	Y	Y	64,533.33		Y	1
2020-052D8	Royal Park Apartments	Alachua	Scott Zimmerman		88		8,000,000.00	8,000,000.00	N	3	5	Y	Y	Y	79,200.00		Y	24
2020-059D	Liberty Square Phase Four	Miami-Dade	Alberto Millo, Jr.	Miami-Dade County	188		5,904,761.00	5,904,761.00	N	1	5	Y	Y	Y	25,813.33		Y	23
2020-060D8	Hibiscus Apartments Phase Two	Lee	Scott Zimmerman	Bright Community Trust, Inc.	96	1,200,000.00	5,800,000.00	7,000,000.00	N	1	5	Y	Y	Y	58,483.33		Y	7
Withdrawn Applications																		
2020-029D	Residences at Naranja Lakes	Miami-Dade	Robert G Hoskins	BHP Community Land Trust, Inc.	140	3,250,000.00	5,400,000.00	8,650,000.00	N		0				31,363.20			28
2020-051D	Carrington Park	Volusia	Timothy M. Morgan		72		7,800,000.00	7,800,000.00	N		0				104,866.67			32

* Florida Housing applied the Mid-Rise 4 story multiplier at the review committee meeting. This affected the Corporation Funding Per Set-Aside Amount.

On December 13, 2019, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion to adopt the scoring results above.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.

Exhibit B

Exhibit A as modified on 8-14-19, 8-27-19, and 9-6-19

- (2) If the proposed Development consists of Scattered Sites, for each Scattered Site that is in addition to the Development Location Point information provided in (1) above, identify the latitude and longitude coordinate, rounded to at least the sixth decimal place:

[Click here to enter text.](#)

e. Proximity

- (1) PHA Proximity Point Boost

Does the proposed Development qualify for the PHA Proximity Point Boost?

No

If "Yes", provide the required letter as **Attachment 6**.

- (2) Transit Services

Provide the location information and distance for one of the four Transit Services on which to base the Application's Transit Score below.

Service	Latitude	Longitude	Distance (rounded up to the nearest hundredth of a mile) *
Public Bus Stop 1	<u>26.154503</u>	<u>-81.716525</u>	<u>0.66</u>
Public Bus Stop 2	<u>26.154133</u>	<u>-81.717189</u>	<u>0.63</u>
Public Bus Stop 3	<u>Latitude Coordinates</u>	<u>Longitude Coordinates</u>	<u>Distance</u>
Public Bus Transfer Stop	<u>Latitude Coordinates</u>	<u>Longitude Coordinates</u>	<u>Distance</u>
Public Bus Rapid Transit Stop	<u>Latitude Coordinates</u>	<u>Longitude Coordinates</u>	<u>Distance</u>
SunRail Station, MetroRail Station, or TriRail Station	<u>Latitude Coordinates</u>	<u>Longitude Coordinates</u>	<u>Distance</u>

*Distance between the coordinates of the Development Location Point and the coordinates of the service. The method used to determine the latitude and longitude coordinates must conform to Rule 5J-17, F.A.C., formerly 61G17-6, F.A.C. All calculations shall be based on "WGS 84" and be grid distances. The

Exhibit A as modified on 8-14-19, 8-27-19, and 9-6-19

horizontal positions shall be collected to meet sub-meter accuracy (no autonomous hand-held GPS units shall be used).

(3) Community Services

Service	Service Information	Latitude	Longitude	Distance (rounded up to the nearest hundredth of a mile):*
Grocery Store	Aldi Grocery Store 4015 Santa Barbara Blvd. #6 Naples, FL 34104	26.153697	-81.720527	<u>0.61</u>
Medical Facility	EPN Urgent Care 6400 Davis Blvd. #103 Naples, FL 34104	26.138333	-81.735278	<u>1.16</u>
Pharmacy	CVS 7380 Davis Blvd. Naples, FL 34104	26.138050	-81.718839	<u>0.49</u>
Public School	Calusa Park Elementary School 4600 Santa Barbara Blvd. Naples, FL 34104	26.145338	-81.715605	<u>0.16</u>

*Distance between the coordinates of the Development Location Point and the coordinates of the service. The method used to determine the latitude and longitude coordinates must conform to Rule 5J-17, F.A.C., formerly 61G17-6, F.A.C. All calculations shall be based on "WGS 84" and be grid distances. The horizontal positions shall be collected to meet sub-meter accuracy (no autonomous hand-held GPS units shall be used).

6. Number of Building and Units

a. Total number of units in the proposed Development: 82

b. Set-Aside Commitments

(1) Select one (1) of the following minimum set-aside commitments:

Average Income Test

(2) Total Set-Aside Breakdown Chart

(a) Applicants committing to the minimum set-aside commitment of 20 percent of the total units at 50 percent of the Area Median Income or less or 40 percent of the total units at 60 percent of the Area Median Income or less must complete the following chart:

Exhibit A as modified on 8-14-19, 8-27-19, and 9-6-19

- (2) If the proposed Development consists of Scattered Sites, for each Scattered Site that is in addition to the Development Location Point information provided in (1) above, identify the latitude and longitude coordinate, rounded to at least the sixth decimal place:

[Click here to enter text.](#)

e. Proximity

- (1) PHA Proximity Point Boost

Does the proposed Development qualify for the PHA Proximity Point Boost?

No

If "Yes", provide the required letter as **Attachment 6**.

- (2) Transit Services

Provide the location information and distance for one of the four Transit Services on which to base the Application's Transit Score below.

Service	Latitude	Longitude	Distance (rounded up to the nearest hundredth of a mile) *
Public Bus Stop 1	<u>26.6438687</u>	<u>-81.8408553</u>	<u>0.15</u>
Public Bus Stop 2	<u>26.6483768</u>	<u>-81.8425890</u>	<u>0.33</u>
Public Bus Stop 3	<u>26.6482850</u>	<u>-81.8427966</u>	<u>0.32</u>
Public Bus Transfer Stop	<u>Latitude Coordinates</u>	<u>Longitude Coordinates</u>	<u>Distance</u>
Public Bus Rapid Transit Stop	<u>Latitude Coordinates</u>	<u>Longitude Coordinates</u>	<u>Distance</u>
SunRail Station, MetroRail Station, or TriRail Station	<u>Latitude Coordinates</u>	<u>Longitude Coordinates</u>	<u>Distance</u>

*Distance between the coordinates of the Development Location Point and the coordinates of the service. The method used to determine the latitude and longitude coordinates must conform to Rule 5J-17, F.A.C., formerly 61G17-6, F.A.C. All calculations shall be based on "WGS 84" and be grid distances. The

Exhibit A as modified on 8-14-19, 8-27-19, and 9-6-19

horizontal positions shall be collected to meet sub-meter accuracy (no autonomous hand-held GPS units shall be used).

(3) Community Services

Service	Service Information	Latitude	Longitude	Distance (rounded up to the nearest hundredth of a mile):*
Grocery Store	<u>Bravo Supermarket</u> 4031 Palm Beach Blvd. Ft. Myers, FL	<u>26.666228</u>	<u>-81.831850</u>	<u>1.71</u>
Medical Facility	<u>Lee Memorial Health System</u> 3511 Dr. Martin Luther King Jr. Blvd., Fort Myers, FL	<u>26.641364</u>	<u>-81.841900</u>	<u>0.18</u>
Pharmacy	<u>Service Name and Address</u>	<u>Latitude coordinates</u>	<u>Longitude coordinates</u>	<u>Distance</u>
Public School	<u>Dunbar High School</u> 3800 Edison Avenue, Fort Myers, FL	<u>26.633594</u>	<u>-81.834336</u>	<u>0.89</u>

*Distance between the coordinates of the Development Location Point and the coordinates of the service. The method used to determine the latitude and longitude coordinates must conform to Rule 5J-17, F.A.C., formerly 61G17-6, F.A.C. All calculations shall be based on "WGS 84" and be grid distances. The horizontal positions shall be collected to meet sub-meter accuracy (no autonomous hand-held GPS units shall be used).

6. Number of Building and Units

a. Total number of units in the proposed Development: 90

b. Set-Aside Commitments

(1) Select one (1) of the following minimum set-aside commitments:

Average Income Test

(2) Total Set-Aside Breakdown Chart

(a) Applicants committing to the minimum set-aside commitment of 20 percent of the total units at 50 percent of the Area Median Income or less or 40 percent of the total units at 60 percent of the Area Median Income or less must complete the following chart:

Total Set-Aside Breakdown Chart
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[Giving \(http://www.leehealthfoundation.org/index.asp\)](http://www.leehealthfoundation.org/index.asp)

[MyChart \(https://mychart.leememorial.org/MyChart/\)](https://mychart.leememorial.org/MyChart/)

[Careers \(/jobs/index.asp\)](/jobs/index.asp)

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Lee Community Healthcare



About Lee Community Healthcare

Lee Community Healthcare (LCH) is a community health center established in May of 2011 which received federally qualified health center look-alike (FQHC-LA) designation on February 26, 2015.

Lee Community Healthcare Locations include:

- ▶ Lehigh Acres (adults, pediatrics and Ob/Gyn) ***New Location Click here for directions**
- ▶ Dunbar (adults only) **Click here for directions**
- ▶ North Fort Myers (adults only) **Click here for directions**
- ▶ Cape Coral (adults only) **Click here for directions**
- ▶ East Fort Myers (Ob/Gyn) **Click here for directions**
- ▶ South Fort Myers (Ob/Gyn) **Click here for directions**



From its 45 physicians, advanced practitioners, midwives, nurses and support staff provide primary medical care to the medically uninsured and economically distressed residents of southwest Florida. In 2016, it was estimated that 250,008 Lee County residents were living in low-income households, 140,476 lacked some form of health insurance coverage, and 129,874 lacked access to primary health care services. In response to these acute community needs the team at Lee Community Healthcare saw 9,546 patients during 25,070 office visits in 2017.

Choosing Us Makes Sense Because...

The Right Care starts with a commitment by our care teams to focus on patients and what is best for them. It strives to develop a close provider-patient relationship through longer visits, and seeks to empower each patient to truly understand and take ownership in their own health.

The Right Place means placing offices in the heart of those communities where primary care services for the uninsured and medically under-served are lacking, and maintaining a proximity close to local emergency rooms wherever possible.

The Right Time involves providing extended hours during the workweek and on the weekend so that working families can more easily access the care they need. Emphasizing preventive patient care before a serious health issue arises means a healthier patient and a reduced likelihood of them having to go to the hospital.

Treatment & Services

Provided by Lee Community Healthcare directly:

- ▶ Primary medical care for adults (all locations) & children (only at Lehigh Acres)
- ▶ Diagnostic laboratory and radiological services
- ▶ Cancer and other disease screenings
- ▶ Immunizations (adults only)
- ▶ Screening for elevated blood levels, communicable diseases and cholesterol
- ▶ Behavioral health care
- ▶ Chronic disease management for diabetes, hypertension, asthma, chronic obstructive pulmonary disorder (COPD) and congestive heart failure
- ▶ Appropriate Enabling Services such as case management, referrals outreach, transportation assistance, interpreters and patient education Provided by other organizations, through a referral
- ▶ Pediatric care, including well-child services (only at Lehigh Acres)
- ▶ Obstetric and gynecological care, including prenatal and perinatal care
- ▶ Providing assistance to patients in obtaining discounted medications

Provided by Partner Providers by referral:

- ▶ Complex mental health and substance abuse services
- ▶ Emergency medical care



- ▶ Emergency and routine dental care

How Much Will I Pay?

Based on household size and family income Lee Community Healthcare patients can qualify for discounts on their care. For example, a mother or father with two children earning less than \$25,100 can be seen by an Lee Community Healthcare provider for as little as \$10.00.

We welcome all existing Medicaid and Medicare recipients as well as patients possessing private insurance. In addition, our highly trained staff routinely assists patients in evaluating their eligibility to purchase health insurance through the Affordable Care Act health insurance exchanges, and in signing up for Medicaid or Medicare benefits. No one is ever turned away because they lack the money to pay for their care.

Lee Community Healthcare Annual Report

(pdf/lch2017-annual-report.pdf)



(pdf/lch2017-annual-report.pdf)

Contact Lee Community Healthcare

Call us today to find out more information about your treatment options, to schedule a consultation or to make an appointment.

📍 Lee Community Healthcare - Lehigh Acres

**New Location*

5705 Lee Boulevard
Suite 1
Lehigh Acres, FL 33971

Hours:

Mon - Fri : 8am - 5pm



Attachment 10

FLORIDA HOUSING FINANCE CORPORATION VERIFICATION OF AVAILABILITY OF INFRASTRUCTURE - WATER

Name of Development: Sierra Bay

South side of SW 214 St. SW of the intersection of SW 214 St. and SW 117 Ct., Miami-Dade County

Development Location: _____

At a minimum, provide the address number, street name and city and/or provide the street name, closest designated intersection and either the city (if located within a city) or county (if located in the unincorporated area of the county). The location of all Scattered Sites, if applicable, must also be included.

Number of Units in the Development: 200

This number must be equal to or greater than the number of units stated by the Applicant in Exhibit A of the RFA.

The undersigned service provider confirms that, as of the date that this form was signed, the above referenced Development Location met the following:

1. Potable water is available to the proposed Development, subject to item 2 below.
2. To access such water service, the Applicant may be required to pay hook-up, installation and other customary fees, comply with other routine administrative procedures, provide easements, and remove, relocate, install or construct line extensions and other equipment, including but not limited to pumping stations, in connection with the construction of the Development. Execution of this document does not guarantee that water service will be available to the Applicant in the future and does not provide the Applicant with any vested rights to receive water service. The availability of water services is subject to the approval of all applicable governmental agencies having jurisdiction over these matters.

CERTIFICATION

I certify that the foregoing information is true and correct.

[Signature]
Signature

Harriet Capote
Print or Type Name

Utility Unit Supervisor
Print or Type Title

10/10/18
Date Signed

R-DWASID
Name of Entity Providing Service

3575 S. LeJeune Rd.
Address (street address, city, state)

Miami, FL 33133

786-268-5339
Telephone Number (including area code)

This certification may not be signed by the Applicant, by any related parties of the Applicant, or by any Principals or Financial Beneficiaries of the Applicant. In addition, signatures from local elected officials are not acceptable. If there are alterations made to this form that change the meaning of the form, the form will not be accepted.

Attachment

11

**FLORIDA HOUSING FINANCE CORPORATION
VERIFICATION OF AVAILABILITY OF INFRASTRUCTURE –
SEWER CAPACITY, PACKAGE TREATMENT, OR SEPTIC TANK**

Name of Development: Sienna Bay
South side of SW 214 St., SW of the intersection of SW 214 St. and SW 117 Ct., Miami-Dade
County

Development Location: At a minimum, provide the address number, street name and city and/or provide the street name, closest designated intersection and either the city (if located within a city) or county (if located in the unincorporated area of the county). The location of all Scattered Sites, if applicable, must also be included.

Number of Units in the Development: 200
This number must be equal to or greater than the number of units stated by the Applicant in Exhibit A of the RPA.

The undersigned service provider confirms that, as of the date that this form was signed, the above referenced Development Location met the following:

1. Sewer Capacity or Package Treatment is available to the proposed Development; or
2. There are no known prohibitions to installing a Septic Tank system with adequate capacity for the proposed Development location or, if necessary, upgrading an existing Septic Tank system with adequate capacity for the proposed Development location.

To access such waste treatment service, the Applicant may be required to pay hook-up, installation and other customary fees, comply with other routine administrative procedures, provide easements, and/or remove, relocate, install or construct line extensions and other equipment, including but not limited to pumping stations, in connection with the construction of the Development. Execution of this document does not guarantee that waste treatment service will be available to the Applicant in the future and does not provide the Applicant with any vested rights to receive waste treatment service. The availability of waste treatment services is subject to the approval of all applicable governmental agencies having jurisdiction over these matters.

For projects located within Miami-Dade County, the Applicant is advised that the right to connect the referenced property to the Department's sewer system is subject to the terms, covenants and conditions set forth in court orders, judgments, consent orders, consent decrees and the like entered into between the County and the United States, the State of Florida, and/or any other governmental entity, including the Consent Decree entered on April 9, 2014, in the United States of America, State of Florida and State of Florida Department of Environmental Protection v. Miami-Dade County, Case No. 1:12-cv-24400-FAM, as well as all other current, subsequent or future enforcement and regulatory actions and proceedings.

CERTIFICATION

I certify that the foregoing information is true and correct.

[Signature]
Signature
Harold T. Capote
Print or Type Name
Utility Unit Supervisor
Print or Type Title
10/10/18
Date Signed

M-DW ASD
Name of Entity Providing Service
3535 S. Le Fevre Rd.
Address (street address, city, state)
Miami, FL 33133
786-268-5329
Telephone Number (including area code)

This certification may not be signed by the Applicant, by any related parties of the Applicant, or by any Principals or Financial Beneficiaries of the Applicant. In addition, signatures from local elected officials are not acceptable. If there are alterations made to this form that change the meaning of the form, the form will not be accepted.
(Form Rev. 8-18)



September 23, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RESIDENTIAL OPTIONS OF FLORIDA, INC.
P.O. BOX 111752
NAPLES, FL 34108

Re: Document Number N14000007124

The Amended and Restated Articles of Incorporation for RESIDENTIAL OPTIONS OF FLORIDA, INC., a Florida corporation, were filed on September 20, 2019.

The certification you requested is enclosed. To be official, the certificate for a certified copy must be attached to the original document that was electronically submitted under FAX audit number H19000282279.

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

Irene Albritton
Regulatory Specialist II
Division of Corporations

Letter Number: 619A00019634

P.O BOX 6327 - Tallahassee, Florida 32314

State of Florida



Department of State

I certify the attached is a true and correct copy of the Amended and Restated Articles of Incorporation, filed on September 20, 2019, for RESIDENTIAL OPTIONS OF FLORIDA, INC., a Florida corporation, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H19000282279. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is N14000007124.

Authentication Code: 619A00019634-092319-N14000007124-1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twenty-third day of September, 2019




Secretary of State

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
RESIDENTIAL OPTIONS OF FLORIDA, INC.**

ARTICLE I: NAME

The name of the corporation shall be Residential Options of Florida, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal street address and mailing address of this corporation shall be maintained by the Corporation and amended from time to time.

ARTICLE III: PURPOSE

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

This shall include the purpose of empowering individuals with intellectual and developmental disabilities to successfully obtain and maintain affordable and inclusive housing of their choice and to provide affordable housing and preserve the affordability of housing for low-income or moderate income people, including people with disabilities, in perpetuity.

ARTICLE IV: MANNER OF ELECTION

The Board of Directors shall be elected as provided in the Bylaws.

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent shall be determined by the Board of Directors and amended from time to time.

ARTICLE VI: INCORPORATOR

The name and address of the incorporator is Sheryl Soukup, 3050 Horseshoe Drive N., Ste. 285, Naples, FL 34104.

ARTICLE VII: LIMITATIONS OF ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized

and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III. The Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII: DISTRIBUTION OF ASSETS UPON DISSOLUTION :

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

These Amended and Restated Articles of Incorporation were approved and adopted by the Board of Directors of the Corporation on September 19, 2019. The Corporation has no members entitled to vote.

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

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

Dated this 19th day of September 2019.

Residential Options of Florida, Inc.



Sheryl Soukup, Executive Director and Registered Agent

NI4100000012

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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19 SEP 10 PM 2:24

2019 SEP 10 PM 1:28

R. WHITE
SEP 10 2019

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Residential Options of Florida, Inc.

(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Callhan F. Soldavini, Esq.

(Contact Person)

Legal Aid Attorney of Collier County, Inc.

(Firm/Company)

4436 Tamiami Trail East

(Address)

Naples, FL 34112

(City/State and Zip Code)

For further information concerning this matter, please call:

Callhan F. Soldavini, Esq. At (²³⁹) ²⁹⁸⁻⁸¹⁴¹

(Name of Contact Person) (Area Code & Daytime Telephone Number)

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER

(Not for Profit Corporations)

2019 SEP 10 PM

The following articles of merger are submitted in accordance with the Florida Not For Profit Act, pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Residential Options of Florida, Inc.	Florida	N14000007124

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Road Housing Trust, Inc.	Florida	N17000007406

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date).

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

(Attach additional sheets if necessary)

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the surviving corporation on _____
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
_____ FOR _____ AGAINST

SECTION II

(CHECK IF APPLICABLE) The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(S)
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the merging corporation(s) on _____
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: _____ FOR _____ AGAINST

SECTION II

(CHECK IF APPLICABLE) The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of the chairman/
vice chairman of the board
or an officer.

Typed or Printed Name of Individual &

Residential Options of Florida, Inc.



Sheryl Soukup, Executive Director

Roof Housing Trust, Inc.



Sheryl Soukup, CEO

PLAN OF MERGER

THIS PLAN OF MERGER is entered into on this 3rd day of September, 2019 by and between ROOF HOUSING TRUST, INC., a Florida not-for-profit corporation (or "TRUST"), whose address is 3050 Horseshoe Drive N., Naples, FL 34104 and RESIDENTIAL OPTIONS OF FLORIDA, INC., a Florida not-for-profit corporation (or "ROOF" or "Surviving Corporation"), whose address is 3050 Horseshoe Drive N., Naples, FL 34104, in accordance with Florida Statute 617.1101.

WHEREAS, Roof Housing Trust, Inc. filed its Articles of Incorporation with the Florida Department of State, Division of Corporations, on July 17, 2017, Document Number N17000007406; and

WHEREAS, Residential Options of Florida, Inc. is a Florida nonprofit organization in good standing that filed its Articles of Incorporation with the Florida Department of State, Division of Corporation, on July 30, 2014, Document Number N14000007124; and

WHEREAS, ROOF and TRUST have the same Board of Directors; and

WHEREAS, TRUST desires to merge with the Surviving Corporation in accordance with Chapter 617 of the Florida Statutes, and a Resolution was passed by a majority vote to that effect at a Special Meeting of the Board of Directors on August 27, 2019;

WHEREAS, ROOF and TRUST desire all of TRUST's assets, including its real estate to vest in the Surviving Corporation without reverse on or impairment, including real property located at 2610 Lakeshore Circle, Port Charlotte, FL 33952; and

WHEREAS, this Plan and Merger is adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes in August 2019; and

WHEREAS, the Surviving Entity desires to amend and restated its Articles of Incorporation, attached and incorporated hereto as Exhibit "A", to include language one purpose of the Surviving Entity may be to maintain a community land trust; and,

NOW, IN CONSIDERATION OF THE PREMISES OF THE MUTUAL AGREEMENTS SET FORTH IN THIS PLAN, THE PARTIES AGREE AS FOLLOWS:

Section 1 Merger. TRUST and ROOF shall be merged into a single nonprofit corporation, in accordance with Chapter 617 of Florida Statutes, and the Surviving Corporation shall be known as Residential Options of Florida, Inc.

Section 2 Effective Date. The effective date of the merger shall be the date it is filed with the Florida Secretary of State.

Section 3 Effect of Merger. TRUST desires all of its assets, including its real estate to

vest in the Surviving Corporation without reverse on or impairment, including real property located at 2610 Lakeshore Circle, Port Charlotte, FL 33952; and

- a) At the effective date of merger, TRUST shall cease to exist separately and shall be merged into the Surviving Corporation in accordance with the provisions of this plan of merger and the Act.
- b) The Surviving Corporation shall possess all the rights and privileges of each of the merging corporations. It shall also possess title to all real, personal, and mixed property of and debts due to the merging corporations. Every other interest belonging to or due to each of the merging corporations shall be deemed to be transferred to and vested in the Surviving Corporation without the necessity of further action. The title to any real estate, or to any interest in the real estate, vested in either of the merging corporations shall vest in the Surviving Corporation.
- c) The Surviving Corporation shall assume and be liable for all of the liabilities and obligations of the merging corporations. It may prosecute or defend to judgment any claim existing or any action or proceeding pending by or against any of the merging corporations as if the merger had not taken place, or it may be substituted in place of the merging corporations. The merger shall impair neither the rights of creditors nor any liens upon the property of any of the merging corporations.

Section 4 Governing Document.

- a) At the effective date of the merger, the Surviving Corporation's Articles of Incorporation and bylaws, as amended, shall be the governing documents.
- b) The Surviving Corporation's governing documents shall be amended to include a provision that its purpose may be to hold property in a community land trust.

Section 5 Board of Directors. At the effective date of merger, the Surviving Corporation's Board of Directors shall be maintained.

Section 6 Representations and Warranties. The merging corporations warrant that:

- a) the profit and losses of TRUST as of the date of this Resolution have been disclosed to ROOF; and
- b) the merging corporations each affirm that they have the authority to merge, and that there are no legal obstacles to such merger.

Section 7 Further Action. From time to time before the effective date of the merger and when requested by either merging corporation, the other corporation will take such actions as the requesting party may deem necessary or desirable and as are reasonable in order to vest in and confirm to the Surviving Corporation title to and possession of all of its property, rights,


privileges, powers and franchises and otherwise to carry out the intent and purposes of this Plan of Merger.

Section 8 Governing Law. This Plan of Merger is intended to be performed in the State of Florida, and it shall be construed and enforced in accordance with the laws of Florida.

Section 9 Entire Agreement. This Plan of Merger constitutes the entire agreement between the parties. In the event any provision of this Plan of Merger is deemed void or unenforceable for any reason, the unenforceability shall not affect the remainder of the plan of merger, which shall remain in full force. Waiver by either party of a breach or a violation of any provision or term of this plan of merger shall not be construed to be a waiver of any subsequent breach of the provision or term or of any other provision or term.

IN WITNESS WHEREOF, the undersigned have executed their names in their stated capacities as of this 4th day of September 2019.

Residential Options of Florida, Inc.:



Name: Sheryl Soukup, Executive Director

ROOF Housing Trust, Inc.:



Name: Sheryl Soukup, CEO

Exhibit "A"

to the Plan of Merger for Roof Housing Trust, Inc.

Amended and Restated Articles of Incorporation

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
RESIDENTIAL OPTIONS OF FLORIDA, INC.**

ARTICLE I: NAME

The name of the corporation shall be Residential Options of Florida, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal street address and mailing address of this corporation shall be maintained by the Corporation and amended from time to time.

ARTICLE III: PURPOSE

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

This shall include the purpose of empowering individuals with intellectual and developmental disabilities to successfully obtain and maintain affordable and inclusive housing of their choice and to preserve the affordability of housing for low-income or moderate income people, including people with disabilities, in perpetuity.

ARTICLE IV: MANNER OF ELECTION

The Board of Directors shall be elected as provided in the Bylaws.

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent shall be determined by the Board of Directors and amended from time to time.

ARTICLE VI: INCORPORATOR

The name and address of the incorporator is Sheryl Soukup, 3050 Horseshoe Drive N., Ste. 285, Naples, FL 34104.

ARTICLE VII: LIMITATIONS OF ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized

and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III. The Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII: DISTRIBUTION OF ASSETS UPON DISSOLUTION :

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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

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

Dated this 3rd day of September 2019,

Residential Options of Florida, Inc.



Sheryl Soukup, Executive Director and Registered Agent

14 JUL 30 PM 2:25
STATE OF FLORIDA
SUNSHINE STATE

**ARTICLES OF INCORPORATION
OF
RESIDENTIAL OPTIONS OF FLORIDA, INC.**

The undersigned, acting as incorporator of a Non for Profit Corporation under Chapter 617 of the Florida Statutes, hereby makes and adopts the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of the corporation shall be Residential Options of Florida, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal street address of this corporation shall be 9744 Campbell Circle, Naples, FL 34109. The mailing address of this corporation shall be P.O. Box 111752, Naples, FL 34108.

ARTICLE III: PURPOSE

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

ARTICLE IV: MANNER OF ELECTION

The initial directors of this corporation will be appointed by the incorporator. Subsequent directors will be elected as provided in the Bylaws.

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is Charles Koval, c/o Dell Graham, 203 NE 1st Street, Gainesville, FL 32601.

ARTICLE VI: INCORPORATOR

The name and address of the incorporator is Sheryl Soukup, 9744 Campbell Circle, Naples, FL 34109.

ARTICLE VII: LIMITATIONS OF ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III. The Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII: DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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


Charles Koval, Registered Agent

7/28/2014
Date

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


Sheryl Soukup, Incorporator

7/23/14
Date

14 JUL 30 PM 2:25
OFFICE OF THE SECRETARY OF STATE
CORPORATION DIVISION

**ARTICLES OF INCORPORATION
OF
ROOF HOUSING TRUST, INC.**

FILED
17 JUL 17 PM 12:48
REGISTRATION OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Non for Profit Corporation under Chapter 617 of the Florida Statutes, hereby makes and adopts the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of the corporation shall be ROOF Housing Trust, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal street address of this corporation shall be 2640 Golden Gate Pkwy #112-A, Naples, FL 34105. The mailing address of this corporation shall be P.O. Box 111752, Naples, FL 34108.

ARTICLE III: PURPOSE

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including to acquire land to be held in perpetuity for the primary purpose of providing affordable housing for people with developmental disabilities, and including for other such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV: MANNER OF ELECTION

The initial directors of this corporation will be appointed by the incorporator. Subsequent directors will be elected as provided in the Bylaws.

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is Sheryl Soukup, 2640 Golden Gate Pkwy #112-A, Naples, FL 34105.

ARTICLE VI: INCORPORATOR

The name and address of the incorporator is Sheryl Soukup, 2640 Golden Gate Pkwy #112-A, Naples, FL 34105.


ARTICLE VII: LIMITATIONS OF ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III. The Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII: DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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

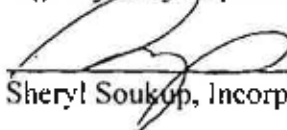


Sheryl Soukup, Registered Agent

7/11/17

Date

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



Sheryl Soukup, Incorporator

7/11/17

Date

Community Land Trust Experience Chart				
Name of Community Land Trust: Residential Options of Florida, Inc.				
Name of Development	Location (City & State)	Currently Owned	Length of Time	Number of Units
Independence Place	Immokalee, FL	Yes	1.5 years	1
Liberty Place	Immokalee, FL	Yes	1 year	1

SIMPLE FORM PURCHASE AGREEMENT

THIS SIMPLE FORM PURCHASE AGREEMENT (the "Agreement") is made by and between **SIERRA BAY APARTMENTS, LTD.**, a Florida limited partnership ("Seller") and **RESIDENTIAL OPTIONS OF FLORIDA, INC.**, a Florida limited partnership ("Purchaser"), on September 19, 2019.

WITNESSETH:

1. **Premises.** Subject to the terms and conditions set forth below, Seller shall convey to Purchaser and Purchaser shall purchase from Seller the following described parcel of property situated in Miami-Dade County, Florida:

SEE EXHIBIT A ATTACHED HERETO (the "Premises").

2. **Purchase Price.** The sum of THREE MILLION THREE HUNDRED THOUSAND AND NO/100 DOLLARS (\$3,300,000.00), subject to adjustments, credits, and prorations as set forth herein (the "Purchase Price"), shall be paid by Purchaser to Seller in cash at Closing.

3. **Title Insurance and Survey.** Seller shall provide to Purchaser a title commitment (the "Title Commitment") for an ALTA Form B, Marketability Policy (the "Title Policy") issued by an agent of First American Title Insurance Company (the "Title Insurance Company") covering title to the Premises, Purchaser may obtain a survey (the "Survey").

4. **Unpermitted Exceptions and Survey Defects.** If the Survey, the Title Commitment, or Purchaser's inspection of the Premises or the improvements thereon discloses any exceptions, requirements, necessary repairs, encroachments, or other issues which are not acceptable to Purchaser, in Purchaser's sole discretion, Purchaser shall have the right to either (a) terminate this Agreement upon written notice to Seller with neither party having any further obligation hereunder, or (b) waive such objection and proceed to Closing with no requirement that Seller make any changes or repairs.

5. **Seller's Documents.** Seller shall execute and deliver to Purchaser at Closing, the following:

(a) A deed executed by Seller conveying to Purchaser fee simple title to the Premises;

(b) Such other Closing documents as reasonably may be required to consummate the transaction or which may be required by the Title Insurance Company in order to issue the Title Policy as required by the Title Commitment.

6. **Expense Provisions.** Any documentary stamps and transfer/sales taxes, the cost of recording the deed, the cost of the Survey, and the title insurance premium shall be paid by Purchaser on or before Closing.

7. **Closing**. Subject to the terms and conditions hereof, the Closing of this transaction shall be completed, on or before December 31, 2020 (the "Closing Date"), with the agent of the Title Insurance Company acting as the Escrow Agent. At Purchaser's option, the Closing may be held sooner so long as Purchaser gives Seller notice of the revised Closing Date. Seller shall deliver possession of the Premises to Purchaser on the Closing Date.
8. **Prorations**. Real estate taxes for the year of the Closing shall be prorated on an accrual basis as of the Closing Date, based upon the most recent ascertainable taxes.
9. **Contract Construction**. This Agreement shall not be interpreted against either party solely because such party drafted the Agreement.
10. **Successors and Assigns**. The Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.
11. **No Representations or Warranties**. Seller makes no representations or warranties to Purchaser and it is agreed by Seller and Purchaser that the Premises is sold in as "as is" and "where is" condition with no reliance on any representations made by Seller. Purchaser agrees that it will use its own due diligence on or before December 31, 2020 determine whether or not the Premises and any improvements thereon are fit for Purchaser's intended purposes.
12. **CDBG Funding**. The purchase of the Premises is subject to receipt of CDBG funding from the Florida Housing Finance Corporation in an amount sufficient to build a multi-family project (the "Contemplated Improvements").
13. **Amendments**. Except as otherwise provided herein, this Agreement may be amended or modified by, and only by, a written instrument executed by Seller and Purchaser.
14. **Law**. This Agreement shall be governed by and construed in accordance with Florida law.
15. **Section Headings**. The section headings inserted in this Agreement are for convenience only and are not intended to, and shall not be construed to, limit, enlarge or affect the scope or intent of this Agreement, nor the meaning of any provision hereof.
16. **Merger of Prior Agreements**. This Agreement supersedes all prior agreements and understandings between the parties hereto relating to the subject matter hereof.
17. **Attorney's Fees and Costs**. In any litigation arising out of or pertaining to the Agreement, the prevailing party shall be entitled to an award of its attorney's fees, whether incurred before, after or during trial, or upon any appellate level.
18. **Broker and Legal Representation**. Each party shall indemnify the other from claims for commissions made by any broker claiming that it had an agreement with such party.

IN WITNESS WHEREOF, the due execution hereof as of the day and year so stated.

WITNESSES:

Bm
Bernadette Marrero

“PURCHASER”

RESIDENTIAL OPTIONS OF FLORIDA, INC., a Florida non-profit corporation

By: [Signature]
Sheryl Soukup
Executive Director

WITNESSES:

[Signature]
Lean Wolfe

“SELLER”

SIERRA BAY APARTMENTS, LTD., a Florida limited partnership

By: [Signature]
Mara S. Mades, Manager, CG Sierra Bay, LLC