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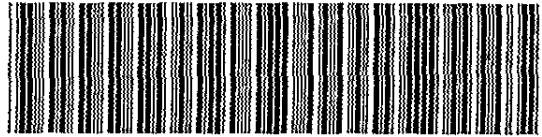
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03 APR 25 AM 11:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Heritage Harbor Church

316 Kensey Ln. Osprey, Fl. 34229 - Pastor Ron Kutinsky

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

SUBJECT: Heritage Harbor Church, Inc.

Dear Sir or Madam,

Enclosed is an original and two (2) copy of the Amended/ Restated Articles of Incorporation and a check for: \$78.75 for the filing fee, Registered Agent and a Certified Copy of the Amended/ Restated Articles of Incorporation.

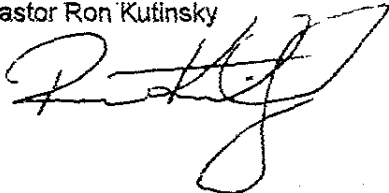
Please forward the stamp/dated and certified copies to:

Pastor Ron Kutinsky
316 Kensey Lane
Osprey, FL 34229

Thank you for your assistance.

Sincerely

Pastor Ron Kutinsky



Where the body of Christ Gathers, Grows & Goes.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES of INCORPORATION of HERITAGE HARBOR CHURCH, INC.

Pursuant to the provisions of section 617, Florida Statutes, the undersigned Incorporator adopts the following articles of incorporation:

ARTICLE I

The name of this corporation shall be **Heritage Harbor Church, Inc.**

ARTICLE II

The registered office and principal place of business of this corporation is located at 316 Kensey Lane, Osprey, Florida 34229. Offices may also be maintained at such other place or places, either within or without the State of Florida, as may be designated from time to time by the Board of Directors.

ARTICLE III

The purpose of this corporation is to present the Gospel of the Lord Jesus Christ, to make converts, to develop Christian leadership, to perform charitable work and to otherwise function as a church.

ARTICLE IV

The corporation elects to have no members. Any action which would otherwise require a vote of members shall require only a vote of the members of the Board of Directors, and no meeting or vote of members shall be required for this Corporation, any provision of the Articles of Incorporation of this Corporation or the Bylaws of the corporation to the contrary notwithstanding.

The corporation, a church, elects the ecclesiastical form of church government, whereby the Board of Directors shall be the highest ecclesiastical tribunal of the organization, and shall be the final arbiter of all questions of doctrine, discipline, property, policy, and polity of every kind and nature whatsoever, and the Board of Directors in its deliberations as the ecclesiastical government of the organization shall use as its sole and final authority and standard the Holy Scriptures, Old and

New Testaments, New King James Version.

At the Annual meeting, the date as designated by the Board of Directors, the Directors shall elect a Board of Directors for the next year, elect Officers to manage the business of the Corporation for the next year, consider reports of the affairs of the Corporation, and transact such other business as may be properly brought before the meeting.

ARTICLE V

The number of Directors shall be no less than three (3). The names and addresses of the current directors are:

NAME:	ADDRESS:
Ron Kutinsky	316 Kensey Lane Osprey, FL 34229
Donna Kutinsky	316 Kensey Lane Osprey, FL 34229
Roger Hill	12323 Golf Course Road Parrish, FL 34219

ARTICLE VI

Ron Kutinsky, of 316 Kensey Lane, Osprey, Florida 34229, who has been a bona fide resident of Florida for at least three (3) years, is hereby appointed Registered Agent of the corporation upon whom all notices of process, including summons, may be served. The Board of Directors may revoke the appointment of such agents at any time and shall have the power to fill any vacancy.

ARTICLE VII

The name and address of the Incorporator is: Ron Kutinsky
316 Kensey Lane
Osprey, FL 34229

ARTICLE VIII

The extent of personal liability, if any, for directors, officers, or members for corporate obligations and the methods of enforcement and collection, are as follows: NONE. Further, the Directors and Officers shall be exempt from liability and/or indemnified from costs and judgments to the full extent permitted by Florida law. In the event Florida law is subsequently amended to authorize the further elimination or limitation of the liability of Directors or Officers of nonprofit corporations, then the liability of Directors and officers of the corporation in addition to the limitation on personal liability provided under this Article, shall be limited to the fullest extent permitted by such later amended Florida law.

ARTICLE IX

The corporation shall not have capital stock.

The period of duration of corporate existence of this corporation is perpetual.

ARTICLE X

A. This corporation is a not-for-profit corporation and is not organized for the private gain of any person. It is organized under the Non-Profit Corporation Act exclusively for religious purposes as a church.

B. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code").

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

D. The property of the Corporation is irrevocably dedicated to nonprofit religious purposes. No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers, or to any other individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the nonprofit religious purposes of the Corporation.

E. Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation exclusively for the nonprofit religious purposes shall distribute the remaining assets of the Corporation to such organization or organizations which are organized and operated exclusively for the nonprofit religious purposes of the Corporation and which are tax exempt under section 501(c)(3) of the Code, as amended, as the Board of Directors in its sole discretion shall determine.

F. This corporation shall not afford pecuniary gain, incidentally or otherwise, to any individual.

ARTICLE XI

In furtherance of its religious nonprofit tax-exempt purposes, the Corporation shall have the following powers and authority:

(a) To do all acts, perform all functions, and carry on all activities permitted by the nonprofit corporation laws of the State of Florida, or of any other State in which the Corporation is qualified to act.

(b) To have and exercise all powers and rights enjoyed by corporations generally in the State of Florida, and in any State in which the Corporation is qualified to act, as long as the exercise of such powers is not specifically prohibited for nonprofit religious corporation.

(c) To use all media, whether now known or hereafter discovered, including but not limited to print, television, and radio.

(d) To exercise such incidental powers as may reasonably be necessary to carry out the purposes for which the Corporation is established, provided that such incidental powers shall be exercised in a manner consistent with its tax-exempt status as a religious organization as set forth in Section 501(c)(3) of the Code.

(e) Notwithstanding any other provisions of the Articles of Incorporation, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the nonprofit religious purposes of the Corporation, and the Corporation shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from any Federal income tax under Section 501(c)(3) of the Code, or under the corresponding section of any future United States revenue law; or (b) by a corporation, contributions to which are deductible under 170(b)(1)(A)(i) of the Code, or the corresponding section of any future United States revenue law.

ARTICLES XII

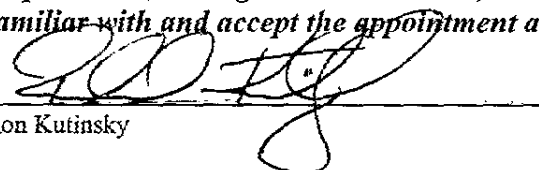
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of April, 2003.



Ron Kutinsky, Incorporator

Articles of Incorporation
For: Heritage Harbor Church, Inc. (Osprey, FL)

Having been named as registered agent to accept service of process for the above stated corporation (Heritage Harbor Church, Inc.) 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.


Ron Kutinsky

4-8-03
Date

FILED
03 APR 25 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA