

N 000000004460

HOWARD C. HOLTZENDORF
ATTORNEY AT LAW
P.O. BOX 2151
ARCADIA, FLORIDA 34265

May 25, 2000

Division of Corporations
P. O. Box 6324
Tallahassee, FL 32314

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-06/05/00--01105--009
*****78.75 *****78.75

RE: Registration of ARCADIA-DESOTO COUNTY HABITAT FOR HUMANITY, INC.

Dear Division:

Enclosed please find the original and one copy of the Articles of Incorporation and designation of registered agent, together with a Habitat check in the amount of \$78.75 as the total filing fee listed on your web page for this new corporation not-for-profit. Please register this corporation and send the certificate back to the corporation at the following address at your earliest convenience.

ARCADIA-DESOTO COUNTY HABITAT FOR HUMANITY, INC.
P.O. BOX 1478
ARCADIA, FL 34265-1478

Thank you for your kind consideration.

Sincerely,


HOWARD C. HOLTZENDORF
(941) 494-4736

cc: Dr. Randle Dew, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL -6 AM 9:39

FILED

T. SMITH JUL -6 2000

W-14920



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 13, 2000

HOWARD C HOLTZENDORF, ESQ
P.O. BOX 2151
ARCADIA, FL 34265

SUBJECT: ARCADIA-DESOTO COUNTY HABITAT HUMANITY,
INCORPORATED
Ref. Number: W00000014920

We have received your document for ARCADIA-DESOTO COUNTY HABITAT HUMANITY, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 600A00033635

ARTICLES OF INCORPORATION
OF
ARCADIA-DESOTO COUNTY HABITAT FOR HUMANITY, INCORPORATED

ARTICLE I

The name of the corporation is ARCADIA-DESOTO COUNTY HABITAT FOR HUMANITY, INC.

ARTICLE II

The principal offices of this corporation shall be located in Arcadia, Florida at the residence of the president thereof, or at such other places as the Board of Directors may, from time to time, direct.

ARTICLE III

This corporation is to last perpetually.

ARTICLE IV

The corporation is organized for the following purposes:

- (1) To implement the good news of the Bible throughout the United States and around the world by working with economically disadvantaged people to help them create a better human habitat in which to live and work.
- (2) To cooperate with other charitable organizations.
- (3) To communicate the good news of the Bible by means of words and actions in providing a better habitat for economically disadvantaged people.
- (4) To receive, maintain and accept, as assets of the Corporation, any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase, from any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of this Charter of Incorporation; but no gift, bequest, devise or purchase of any such property shall be revived or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purpose other than "charitable purposes" within the respective meanings of such quoted terms as defined in Articles VIII and IX, or which should jeopardize the Federal Income Tax exemption of this corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or acts in amendment thereof or substitution therefor.

ARTICLE V

The affairs of the corporation shall be managed by a board of directors. The method of election of directors shall be as determined by the by-laws of the corporation.

ARTICLE VI

The corporation shall hold and manage all property received and accepted by it to be administered hereunder, and shall pay over, transfer, distribute, administer, or otherwise deal with the principal and income thereof, in such manner of manners, and at such time or times, as in the judgment of the directors shall be suited to carrying out the foregoing purposes, including without hereby limiting the generality of the foregoing language, the acquisition by purchase, gift, rental or otherwise, and the management, care, sale or lease, or other disposition of, real property, and interest in real property, including buildings and other improvements thereon, the construction, reconstruction, the acquisition by purchase, gift, rental or otherwise, and the preparation, sale, dispensation, lease, or other disposition of equipment, supplies, and other personal property and interests in personal property of whatsoever name or nature, and the retention of the services (whether directly or through contract or other arrangement with others), or employment of professional personnel, managers, administrators, assistants, secretaries, and other persons, agents, servants and employees, provided, always, however, that no part of the property held by the corporation, or the earnings thereon, shall inure or be payable to or for the benefit of any individual and no substantial part of the activities of the corporation shall be the carrying of propaganda, or otherwise attempting to influence legislation, or the participation in, or intervention (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office.

ARTICLE VII

In the event of the dissolution of this corporation, to the extent allowed under applicable law, all of the assets of the corporation shall be distributed to, or its assets shall be sold and the proceeds distributed to Habitat for Humanity International, or to one or more local corporations, funds or foundations organized and operating exclusively for religious, charitable, scientific, literary or educational purposes, which said corporations, funds or foundations shall be exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, or as subsequently amended, which shall be selected by the board of directors of the corporation. In the event that for any reason upon the dissolution of the corporation the board of directors of the corporation shall fail to act in the manner herein provided within a reasonable time, the Judge of the Circuit of DeSoto County, Florida shall make such distribution as herein provided upon the application of one or more persons having a real interest in the corporation or its assets.

ARTICLE VIII

In this Charter of Incorporation and in any amendments to it, the terms "charitable organizations" or "charitable Organization" shall mean corporations, trusts, funds, foundations,

community chests or other organizations created or organized in the United States, any state or territory of the United States, and District of Columbia, or any possessions of the United States, and operated exclusively for charitable purposes, no part of the net earning of which inures or is payable to or for the benefit of any individual, and no substantial part of the activities of which inures or is payable to or for the benefit of any individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office. The organizations described in this Article VIII shall be such only as are entitled to exemption from income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or acts in amendment thereof or substitution therefor.

ARTICLE IX

In this Charter of Incorporation and any amendments to it, the term "charitable purposes" shall mean, and shall be limited to and shall include only, religious, charitable scientific, literary or educational purposes within the meaning of those words as used in Section 501(c)(3) of the Internal Revenue Code of 1954, or acts in amendment thereof or substitution therefor.

ARTICLE X

As a means of accomplishing the foregoing charitable, religious and educational purposes, the corporation shall have the following additional powers:

- (1) To adopt, amend and alter by-laws of the corporation governing its internal affairs.
- (2) To elect and appoint officers, agents, and employees, consistent with said by-laws and not in violation of State law.
- (3) To borrow money, and, from time to time to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed of trust, indenture, agreement, or other instrument of trust or by other privilege upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the corporation wherever situated, whether or not owned or hereafter to be acquired.
- (4) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as may be provided for in the by-laws of the corporation, subject to the limitations and conditions contained in any bequest, devise, grant, or gift, provided such limitations and conditions are not in conflict with the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

(5) In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which are now or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or reasonably necessary to the attainment of the purposes of the corporation, subject to the further limitation and conditions that, notwithstanding any other provisions of these Articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE XI

The initial board of directors shall consist of four (4) persons who shall be:

Randle Dew	2626 NE SR 70 #323	Arcadia FL 34266
Jerry Merrill	6645 Masters Ave	Arcadia FL 34266
Joy Green	P. O. Box 2946	Arcadia FL 34265-2946
Ruth Moore	P. O. Box 967	Arcadia FL 34265-0967

ARTICLE XII

SUBSCRIBERS

The names and residences of the members of the Board of Directors who are subscribers to these Articles are:

<u>NAME</u>	<u>RESIDENCE</u>
Randle Dew	2626 NE SR 70 #323, Arcadia FL 34266
Jerry Merrill	6645 Masters Ave, Arcadia FL 34266
Joy Green	P. O. Box 2946, Arcadia FL 34265-2946
Ruth Moore	P. O. Box 967, Arcadia FL 34265-0967

ARTICLE XIII

OFFICERS

Section 1: The officers of the corporation shall be a President, Vice President, Secretary, and Treasurer and such other officers as may be provided in the By-Laws. No two offices may be held by the same person.

Section 2: The officers shall be elected at the first meeting of the Board of Directors and thereafter at the annual meeting of the Board of Directors or as provided in the By-Laws.

Section 3: The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>
President	Randle Dew
Vice-President	Jerry Merrill
Secretary	Joy Green
Treasurer	Ruth Moore

ARTICLE XIV

The Board of Directors of this Corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE XV

These Articles of Incorporation may be amended at a regular meeting of the Board of Directors or at a special meeting of the Board of Directors called for that purpose, by a two-thirds vote of those present.

ARTICLE XVI

The resident agent for service of process upon the corporation shall be:

Colleen A. Spangler 1269 SE Tangelo Arcadia, FL 34266 Phone 863/993-1720

SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION:

Randle Dew

Subscriber

Jerry E. Merrill

Subscriber

Joy Green

Subscriber

Ruth D. Moore

Subscriber

STATE OF FLORIDA)

) ss

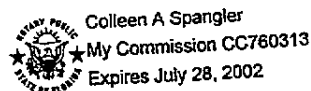
COUNTY OF DESOTO)

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared RANDLE DEW, JERRY MERRILL, JOY GREEN, and RUTH MOORE, to me known to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 23rd day of MAY, 2000.

Colleen A. Spangler
Notary Public, State of Florida

My commission expires: 7/28/02



ACCEPTANCE BY RESIDENT AGENT

Having been designated Resident Agent by the corporation to be known as ARCADIA-DESOTO COUNTY HABITAT FOR HUMANITY, INCORPORATED, I hereby accept and am familiar with the duties and responsibilities of Resident Agent for the corporation.



Colleen A. Spangler, Resident Agent
1269 Tangelo
Arcadia, FL 34266

FILED
00 JUL -6 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA