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TRANSMITTAL LETTER

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

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-11/30/00--01013--001
*****70.00 *****70.00

SUBJECT: THE HEART OF THE CITY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DWIGHT MOBLEY
Name (Printed or typed)
5525 N.W. 7th AVENUE
Address
MIAMI, FL 33127
City, State & Zip
(305) 607-9012
Daytime Telephone number

FILED
00 NOV 29 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. Burch DEC 1 2000

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a non profit corporation under Chapter 617 of the Florida Statutes and hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

THE HEART OF THE CITY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**5525 NW 7TH AVENUE
MIAMI, FLORIDA 33127**

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ARTICLE III PURPOSE

This corporation is a nonprofit Religious benefit corporation and is organized for Christian 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 PROPERTY

The corporation shall have the power to buy, acquire, and hold title in fee simple, in trust, or otherwise, to both real and personal property, and improve, encumber, sell, convey and dispose of all such property, to borrow money, execute notes, bonds, and other evidences of indebtedness and to pay interest thereon, to improve, adapt, and use property held by it for: The said Religious corporation or the income therefrom in the religious, educational, benevolent, or social activities of the; said corporation or its successor without financial profit to its directors except as may be necessary in the payment of salaries, or other compensation for services rendered, and the corporation shall have the power to erect and maintain buildings to be utilized by the said Religious corporation, for the worship of God, for the training in Christian faith, and to build and maintain residences for the use and occupancy of the ministers of said Religious corporation, in conformity with the by-laws of said corporation and all the power a right granted to Corporation Not for Profit under the laws of the State of Florida.

ARTICLE V LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its trustees, 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 Third hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) 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 VI TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing on the day of filing these Articles of incorporation by the Department of State.

ARTICLE VII NON-STOCK BASIS

This corporation is organized under a non-stock basis.

ARTICLE VIII BOARD OF DIRECTORS

The business and affairs of the corporation shall be conducted, managed, and controlled by a Board of Directors. The Board of Directors shall consist of that number of persons set forth in the Bylaws of this corporation, all of whom shall be members of this corporation. The number of directors, if the bylaws fail to fix such a number, shall be determined by resolution adopted from time to time by the Board of Directors, provided that the number of directors shall not be more than ten nor less than three. The Board of Directors shall be elected by a majority of the directors then in office, in the manner set forth in the Bylaws of the corporation. The following persons are elected to serve as the corporation's initial directors until the first annual meeting of the Board of Directors or until their successors are duly elected and qualified:

**DWIGHT MOBLEY
PRESIDENT**

**1405 NW 203RD STREET
MIAMI, FL 33169**

**MELODY MOBLEY
SECRETARY**

**1405 NW 203RD STREET
MIAMI, FL 33169**

**SANDRA HAYWOOD
TREASURER**

**652 NW 46 STREET
MIAMI, FL 33127**

ARTICLE IX BYLAWS

The Board of Directors shall have the power to adopt the initial Bylaws of the corporation. Thereafter, the power to amend such Bylaws shall be vested as provided in the Bylaws themselves.

ARTICLE X AMENDMENTS TO ARTICLES OF INCORPORATION

The corporation may amend its Articles of Incorporation by a majority vote of the Board of Directors then in office.

ARTICLE XI INDEMNIFICATION

An officer or director of this nonprofit organization shall not be personal liable for monetary damages to any person for any statement, vote, decision, or failure to take an action, regarding organizational management or policy by an officer or director, unless:

- a) the officer or director breached or failed to perform his or her duties as an officer or director; and
- b) The officer's or director's breach of or failure to perform, his or her duties constitutes:

1) a violation of the criminal law, unless the officer or director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was lawful. A judgment or other final adjudication against an officer or director in any criminal proceeding for violation of the criminal law estops that officer or director from contesting the fact that his or her breach, or failure to perform, constitutes a violation of the criminal law, but does not estops the officer or director from establishing that he or she had reasonable cause to believe that his or her conduct was lawful or had no reasonable cause to believe that his or her conduct was unlawful;

2) a transaction from which the officer or director derived an improper personal benefit, either directly or indirectly; or

3) recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property. Recklessness shall be defined for these purposes as the following: acting, or omission to act, in conscious disregard of a risk: (1) known, or so obvious that it should have been known, to the officer or director; and (2) known to the officer or director or so obvious that it should have been known, to be so great as to make it highly probable that harm would follow from such act or omission.

ARTICLE XII INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**DWIGHT MOBLEY
5525 NW 7TH AVENUE
MIAMI, FLORIDA 33127**

ARTICLE XIII INCORPORATOR

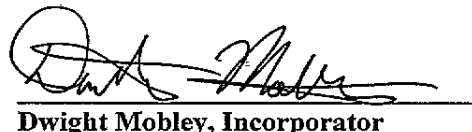
The names and street addresses of the incorporators to these Articles of Incorporation are:

**DWIGHT MOBLEY
1405 NW 203RD STREET
MIAMI, FLORIDA 33169**

ARTICLE XIV DISSOLUTION

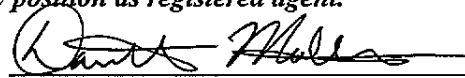
In the event of the liquidation or dissolution of this corporation, whether voluntary or involuntary, no trustees, officers, or other private persons, shall be entitled to any distribution or division of its remaining property or such proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed exclusively for purposes within those purposes set forth in these Articles of Incorporation and within the provisions of section 501(c)(3) of the Internal Revenue Code, as amended, and its regulations, as they now exist or as amended from time to time.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 28TH day of November 2000.



Dwight Mobley, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Dwight Mobley, Registered Agent