

# N01000002255

Requester's Name

Address

Lernbach  
9507 Prolock Court  
Orlando FL 32817

600003877896--9

-03/19/01--01129--002

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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TALAHASSEE, FLORIDA  
SECRETARY OF STATE

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

4-2-01  
[Signature]



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 22, 2001

FERNBACH  
9507 TRULOCK CT.  
ORLANDO, FL 32817

SUBJECT: HEART CALL MINISTRIES, INC.  
Ref. Number: W01000006515

We have received your document for HEART CALL MINISTRIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6995.

Wanda Cunningham  
Document Specialist

Letter Number: 301A00017508

ARTICLES OF INCORPORATION

OF

HEART CALL MINISTRIES, INC.

The undersigned, being of legal age and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation, and hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Corporation shall be  
HEART CALL MINISTRIES, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 9507 Trulock Court, Orlando, Florida 32817.

ARTICLE III

PURPOSES

The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida General Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, including, without limitation and only by illustration, the following:

(a) Providing training and education through seminars, conferences, multi-media presentations and other training to help individuals explore their potential and implement principles that lead to positive life changes and fulfillment of their life purposes.

(b) Promoting spiritual growth, religious values and relationship building strategies.

(c) Facilitating training through telecommunication services, computer technology, correspondence courses and other venues.

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TALLAHASSEE, FLORIDA

(d) Publishing a variety of materials related to other purposes of the organization.

(e) Assisting individuals with formation and function of groups and individuals designed to explore life skills through religious training.

#### ARTICLE IV

##### POWERS

This corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law including:

(b) To purchase, take by gift, devise or bequest receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(c) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(d) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise sell and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(e) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Board of Directors may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(f) To enter into, make, receive assignments of, grant assignments of, and perform contracts of every nature and kind for any lawful purpose.

(g) To elect or appoint officers and agents and define their duties and allow them reasonable compensation.

(h) To adopt, amend and repeal bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State

of Florida, for the administration and regulation of its affairs and the exercise of its corporate powers.

(i) To elect or appoint officers and agents and define their duties and allow them reasonable compensation.

(j) To promote, by all proper and legitimate agencies and means, education and educational institutions generally, and any and all charitable, religious, scientific and educational movements, purposes or causes; to make gifts and donations for the public welfare or for charitable, religious, scientific, educational purposes or other similar purposes.

(k) To dedicate to the public or to any governmental entity or other entity whatsoever for any public or other purpose any of its real or personal property or any interest therein.

(l) To increase or decrease, by a vote pursuant to the Bylaws, the number of directors to any number not less than three.

(m) To insure the Corporation, its officers and members, or otherwise limit risk.

(n) To have and exercise any other power necessary or convenient to effect any or all of the purposes for which the corporation is organized.

The directors of the Corporation (and the members, if any) shall exercise all powers of the Corporation, as set forth in the Bylaws. The powers shall be exercised so long as these activities do not adversely affect the 501(c)(3) status of the Corporation.

#### ARTICLE V

##### BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

#### ARTICLE VI

##### INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers and members, and former directors, officers and members from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers and agents in their capacity as such except for willful misconduct or gross negligence.

## ARTICLE VII

### COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on the filing of these Articles of Incorporation and shall have perpetual existence unless sooner dissolved according to law.

## ARTICLE VIII

### FISCAL YEAR

The fiscal year of the Corporation shall end on the last day of the month of December.

## ARTICLE IX

### DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Circuit Court of the city or county in which the principle 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.

## ARTICLE X

### SEVERABILITY

The provisions of these Articles are severable. The invalidity of any provisions in the Articles by operation of law shall not affect the validity of the remaining provisions.

## ARTICLE XI

### HEADINGS AND CAPTIONS

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said heading or captions.

ARTICLE XII

AMENDMENTS


This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Directors is subject to this reservation.

ARTICLE XIII

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is: Richard Fernbach, 9507 Trulock Court, Orlando, FL 32817. The Corporation may change its registered agent or the location of its registered office or both, from time to time without amendment of these Articles of Incorporation.

Having been named to accept services of process for the above-named not for profit corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

  
Richard Fernbach, Registered Agent

3-29-01  
Date

ARTICLE XIV

MANNER OF ELECTION OF DIRECTORS

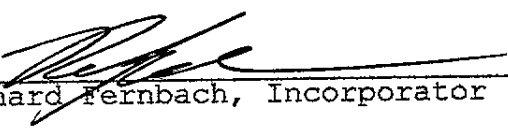
This Corporation shall have three initial Directors. The Incorporator shall appoint the initial Directors. The number of Directors may be either increased or diminished from time to time as provided in the Bylaws. The manner in which the Directors are elected, appointed, or removed is as stated in the Bylaws. Notwithstanding anything contained in this article the board of directors shall never have fewer than three directors.

ARTICLE XV

INCORPORATOR

The name and street address of the person signing these Articles as incorporator is: Richard Fernbach, 9507 Trulock Court, Orlando, FL 32817.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of the Corporation, for the purpose of forming a not for profit corporation pursuant to the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto sets his hand and seal this 29 day of March 2001.

  
Richard Fernbach, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of March, 2001, by Richard Fernbach who is personally known to me or who has produced identification and who took an oath/affirmed.

  
NOTARY PUBLIC

My Commission Expires:



Candy McGuire  
My Commission CC752337  
Expires June 18, 2002