

NO1000004239

John Anthony

Requester's Name

1030 W. Olive Street
Address

Lakeland, FL 33815 (863) 682-0654
City/State/Zip Phone #

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. US Help Coalition Faith-Based, Inc. 1
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

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NEW FILINGS

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

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

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

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Examiner's Initials

[Handwritten Signature]

ARTICLES OF INCORPORATION

OF

US HELP COALITION FAITH-BASED, INC.

We, the undersigned natural persons of age twenty-one (21) years or more, acting as incorporators of a corporation, not for profit, adopt the following Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statutes of the State of Florida.

ARTICLE I NAME

The name of the Corporation shall be US Help Coalition Faith-Bssed, Inc.

ARTICLE II DURATION

The term of the Corporation shall be perpetual.

ARTICLE III INITIAL REGISTERED OFFICE AND AGENT

The address of the Corporation's initial principal office is 6032 Crystal View Drive, Orlando, Florida 32819. The Board Of Directors may from time to time move the principal office to any other address in Orange County.

The registered agent of the Corporation is Paulo Sergio Rosa, whose address is 6032 Crystal View Drive, Orlando, Florida 32819.

ARTICLE IV CORPORATE SEAL

The Corporate Seal of the Corporation shall have inscribed thereon the name of the Corporation, the year of its incorporation and the words "CORPORATE SEAL" and "FLORIDA."

ARTICLE V PURPOSE

The purpose for which the corporation is organized is exclusively for religious, educational, charitable and scientific that are described in Section 501(c) (3) of the Internal Revenue Code of 1986 as it is currently and shall hereafter be enforced and effect (or the corresponding provision of any future United States Internal Revenue Law).

1. To identify and develop strategic plans for solving problems in our neighborhood;
2. To accept a humane responsibility as a Faith-Based organization in developing and implementing programs to enhance the lives of the poor and disadvantaged citizens;
3. To coordinate, manage programs and work collaboratively with Community and Faith-Based organizations to improve the quality of life for residents of Central Florida;

4. To develop and implement evangelistic and educational missions;
5. To be knowledgeable and have an understanding of Community and Faith-Based organizations, programs and resources;
6. To develop and support religious diversities by securing resources for Community and Faith-Based Organizations; and
7. To develop a **Multilingual Internet site** to support teenagers and parents.

In furtherance, but not in limitation of the foregoing purposes, the corporation shall have the power and authority;

1. To receive assistance, money (as grants or otherwise), real or personal property and any other form of contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Directors as required by the bylaws.
2. To distribute, in the manner, form and method, and by means determined by the Board of Directors of this corporation, any and all forms of contributions received by it in carrying out the programs of the corporation in furtherance of its stated purposes. Money and real or personal property contributed to the corporation in furtherance of those objects and purposes are and shall continue to be impressed with a trust for such purposes.
3. Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purpose for which this Corporation is formed.

ARTICLE VI **LIMITATION**

1. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income tax under section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.
2. The Corporation shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.
3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, or officers, 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 purpose set forth above.

ARTICLE VII **MEMBERS**

The Corporation shall have no members.

ARTICLE VIII **DISSOLUTION**

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the bylaws and shall include that:

- (1) Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and distributed as follows:
 - (a) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provisions shall be made;
 - (b) Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements; and
 - (c). All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be transferred or conveyed to one or more religious, charitable, education or scientific organizations (i) which are described in Section 509 (a) (1), (2), or (3), and (ii) to which deductible contributions can be made under Section 170 (c) (2), 2522 (a) (2), as the Board of Directors shall select with approval of the members.

ARTICLE IX **INDEMNIFICATION**

Every director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a director may be a party or may become involved by reason of being or having been a director or officer at the such expense incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled by law. Appropriate liability insurance shall be provided for every officer, director and agent of the Corporation in amounts determined from time to time by the Board of Directors and its members.

ARTICLE X **BOARD OF DIRECTORS**

Management. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is four (4). The number of Directors may be increased from time to time in accordance with the Bylaws, but shall never be no less than four (4). The members shall elect the Board of Directors in accordance with the Bylaws. The Directors shall elect the officers of the Corporation in the manner prescribed by the Bylaws.

The name and address of each Director of the Corporation is as follows:

Paulo Sergio Rosa
6032 Crystal View Drive
Orlando, Florida 32819

Angela M.B. De Pontes
5164 Conroy Rd. #1528
Orlando, Florida 32911

Irene Vanzo Rosa
2000 Island Blvd. #304
Orlando, Florida 33160

Mariangelica M.B. Rosa
6032 Crystal View Drive
Orlando, Florida 32819

ARTICLE XI **OFFICERS**

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer, and such other officers as may be provided in the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Paulo Sergio Rosa, President
6032 Crystal View Drive
Orlando, Florida 32819

Angela M.B. De Pontes, Secretary
5164 Conroy Rd. #1528
Orlando, Florida 32911

Irene Vanzo Rosa, Vice President
2000 Island Blvd. #304
Orlando, Florida 33160

Mariangelica M.B. Rosa, Treasurer
6032 Crystal View Drive
Orlando, Florida 32819

ARTICLE XII **INCORPORATORS**

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

Paulo Sergio Rosa
6032 Crystal View Drive
Orlando, Florida 32819

Angela M.B. De Pontes
5164 Conroy Rd. #1528
Orlando, Florida 32911

Irene Vanzo Rosa
2000 Island Blvd. #304
Orlando, Florida 33160

Mariangelica M.B. Rosa
6032 Crystal View Drive
Orlando, Florida 32819

ARTICLE XIII **AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. The Articles of Incorporations shall be amended in accordance with the Bylaws and provisions of the laws of the State of Florida.

ARTICLE XIV **FISCAL YEAR**

The fiscal year of the Corporation shall begin January 1 and end December 31 of each calendar year.

ARTICLE XV
TERRITORY

The territory in which the operations of the Corporation is principally to be conducted is Orange County, Florida.

ARTICLE XVI
RULES OF ORDER

The rules contained in the current edition of Robert Rules of Order, newly revised, shall govern all meetings of the corporation.

IN WITNESS WHEREOF, we, the undersigned do acknowledge these Articles of Incorporation and accordingly have hereunto set hands this ____ day of June, A.D. 2001.

Paulo Sergio Rosa
Irene Vanzo Rosa
Irene Vanzo Rosa
Angela M.B. De Pontes
Angela M.B. De Pontes
Mariangelica M.B. Rosa
Mariangelica M.B. Rosa

STATE OF FLORIDA
COUNTY OF ORANGE

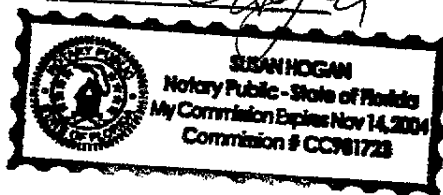
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared to me

Paulo Sergio Rosa
Irene Vanzo Rosa
Angela M.B. De Pontes
Mariangelica M.B. Rosa

well known to be the persons described in the foregoing Articles of Incorporation and acknowledge before me that they subscribed to same.

Susan Hogan
NOTARY PUBLIC

14th DAY OF June 2001
COUNTY OF ORANGE
STATE OF FLORIDA



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

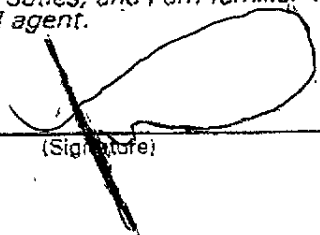
1. The name of the corporation is: US HELP COALITION FAITH-BASED, INC.

2. The name and address of the registered agent and office is:

Paulo Sergio Rosa
(Name)
6032 Crystal View Drive
(P.O. Box not acceptable)
Orlando, Florida 32819
(City/State/Zip)

APPROVED
FILED
01 JUN 18 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(Signature)

June 17, 2001
(Date)