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# SECRETARY OF STATE TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION of HUMAN AID, INC.

(A Corporation Not For Profit)

# **PREAMBLE**

Pursuant to the Florida Not For Profit Corporation Act, the undersigned incorporator hereby forms a corporation not for profit and files with the Secretary of State of the State of Florida these Articles of Incorporation of **HUMAN AID, INC.**, a corporation not for profit formed under the laws of the State of Florida.

## **ARTICLE I**

NAME

The name of this corporation is HUMAN AID, INC.

#### ARTICLE II

# PRINCIPAL OFFICE & MAILING ADDRESS

The principal office of this corporation shall be located at 3918 Star Leaf Road in Jacksonville, Florida 32210 and the mailing address of this corporation shall be the same.

#### ARTICLE III

# <u>PURPOSE</u>

The purpose of this corporation is to spread the message of the Gospel of Jesus Christ for the spiritual needs of the lost in the State of Florida and throughout the world; to feed the hungry in the world and to further other religious and charitable purposes enumerated in the By-Laws of this corporation; and to that end to adopt and establish By-Laws, and make all rules and regulations deemed necessary for the management of its affairs, in accordance with law and not inconsistent with these Articles of Incorporation, to take, manage, hold, mortgage and dispose of the property, real and personal, of said corporation, to acquire and convey title to such property, to defend title to such property, and to manage, invest and spend funds entrusted to it for such purposes.

#### **ARTICLE IV**

#### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 3918 Star Leaf Road in Jacksonville, Florida 32210 and the initial registered agent of this corporation at that address is HAROLD W. NEIL, SR..

#### ARTICLE V

## INITIAL BOARD OF DIRECTORS.

The Board of Directors of this corporation shall have **three (3) Directors** initially. The method of election of the Board of Directors shall be regulated, and the Board of Directors may be increased or decreased from time to time, as provided in the By-Laws, provided that there shall never be less than the minimum number of Directors as required by law. The name and street address of each initial Director of this corporation who shall serve until a successor is duly elected and qualified is:

Name:

#### Address:

HAROLD W. NEIL, JR. 3918 Star Leaf Rd. Jacksonville, Fl. 32210 KELLY NEIL-PHILLIPS 5346 Commonwealth Avenue Jacksonville, Fl. 32254 HAROLD W. NEIL, SR. 3918 Star Leaf Rd. Jacksonville, Fl. 32210

#### **ARTICLE VI**

#### QUALIFICATION OF MEMBERS

The qualification for members of this corporation shall be regulated by the By-Laws.

#### ARTICLE VII

#### TERM OF EXISTENCE

This corporation is to exist perpetually.

#### **ARTICLE VIII**

# <u>MANAGEMENT</u>

The affairs of this corporation shall be managed by the Board of Directors in accordance with the By-Laws. The officers of this corporation shall be a president, a secretary, a treasurer, and such other officers as may be provided in the By-Laws. The officers shall be elected or appointed at least annually by the Board of Directors in accordance with the By-Laws.

#### **ARTICLE IX**

#### BY-LAWS

The Board of Directors may provide such By-Laws for the conduct of its business and carrying out of its purposes as may be necessary from time to time. The By-Laws may be amended, restated, altered or rescinded by a majority vote of the Board of Directors present at any regular meeting or any special meeting called for that purpose at which a quorum is present.

#### **ARTICLE X**

#### <u>AMENDMENTS</u>

These Articles of Incorporation may be amended at any meeting of the Board of Directors called for the purpose of considering amendments to the Articles of Incorporation, and such amendments shall become effective upon a majority vote of the Directors present at any regular or special meeting at which a quorum is present.

#### ARTICLE XI

#### NOT FOR PROFIT STATUS

(A) This corporation is organized exclusively for charitable, religious, educational, and scientific 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 corresponding section of any future federal tax code. (B) No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that this 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 the purpose clause hereof. No part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (ii) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code. (C) Upon the dissolution of this corporation, all assets of this corporation remaining after payment of all costs and expenses of such dissolution shall be distributed by the Board of Directors for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or to a church or other charitable, religious, educational, or scientific organization which has qualified for such exempt purposes. Any such assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of this corporation is then located, exclusively for such purposes or to such organization or organizations, as said Circuit Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE XII**

# INCORPORATOR

Ine name and stre Incorporation is:	et address of the	e incorporator	signing the	ese Articles	of
Name:	Address:	, <del>,,,,,,</del> .,		••	
HAROLD W. NEIL, SR. 39	18 Star Leaf Rd.	Jacksonville, F	Florida 3221	0	
IN WITNESS WHEREOF, t Incorporation this janday	he undersigned in of August 2003.	corporator has	executed th	nese Articles	of
Land W. NEIL, SR.:	Incorporator	7			
STATE OF FLORIDA COUNTY OF DUVAL					
The foregoing instrument w HAROLD W. NEIL, SR., in		before me this	1977 day o	of AUGUST	by
Personally known, Ol		cation produced	d		
(NOTARY SEAL)		Tak .	RO	Lipan	X

# ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for HUMAN AID, INC. located at 3918 Star Leaf Road in Jacksonville, Florida 32210, I, HAROLD W. NEIL, SR. whose address is 3918 Star Leaf Road in Jacksonville, Florida 32210 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 as provided for in the Florida Statutes.

Registered agent:

HAROLD W. NEIL, SR.

AUGUST \_\_

19th 2003.