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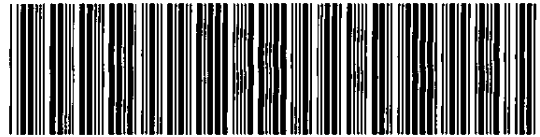
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2009 FEB 25 AM 10:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Holy Ground Shelter For Homeless, 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: John P. MacFadyen
Name (Printed or typed)

250C High Point Court
Address

Boynton Beach, Florida 33435
City, State & Zip

561-752-5899
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
Holy Ground Shelter for Homeless, Inc.
A Florida "Not for Profit" Corporation**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 FEB 25 AM 10:30

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**ARTICLE I
NAME**

The name of this corporation shall be: Holy Ground Shelter for Homeless, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The corporation's principal office and mailing address shall be: 200 West 20th Street,
Riviera Beach, Florida 33404

**ARTICLE III
REGISTERED AGENT**

The name of the registered agent of the corporation is Edward E. Kuhnel. The address of this registered agent is 3800 Washington Road #201, West Palm Beach, Florida 33405.

**ARTICLE IV
DURATION**

The period of duration is perpetual.

**ARTICLE V
PURPOSE**

Holy Ground Shelter for Homeless is organized exclusively for religious, charitable, educational, scientific, and literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. The mission and purposes of the corporation is rooted in the teachings which deem mercy to the poor and sick, charitable works and works of mutual aid for the alleviation of all kinds of human need as an essential expression of faith. This corporation shall conduct its affairs in the spirit and in accord with ethical and

compassionate teachings of faith traditions and the policies created by the Corporation. To this end, the corporation shall include but not limited to, the following:

- a. To engage in works of charity;
- b. To hold periodic seminars, conferences and meetings to improve understanding and awareness of the plight of the homeless;
- c. To sponsor and operate facilities for the care of homeless individuals and families;
- d. To provide research and information to the general public, foundations and corporate giving programs about the needs of the homeless;
- c. To work for changes which would bring about the betterment of life for children, families and individuals who are homeless;
- f. To sponsor community outreach programs to aid the homeless;
- g. To sponsor within the local community job training and job placement services for homeless individuals;
- h. Developing, publishing and disseminating periodicals relating to homeless issues including a newsletter, special bulletins, pamphlets, reports, electronic communications, and the like;
- i. Encouraging, conducting, and cooperating in research projects intended to further the purposes of Holy Ground Shelter for Homeless, Inc.;
- j. To cooperate with the government and other non-profit organizations in providing needed social and charitable services for the homeless and to utilize government and other funding which may be available to provide such social and charitable services to the homeless;
- k. Acquiring, evaluating and disseminating information in said areas, including, but not limited to, providing such information to the general public;
- l. To conduct and administer public educational programs;
- m. To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real and personal property, or any interest therein, wherever situated; and
- n. To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE VI LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members, or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE VII DIRECTORS/MEMBERS

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose election and operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

The corporation's first Board of Directors shall be comprised of the following natural persons:

John P. MacFadyen - Director
200 West 20th Street
Riviera Beach, Florida 33404

Judith Thomas - Director
200 West 20th Street
Riviera Beach, Florida 33404

Michael Marino - Director
200 West 20th Street
Riviera Beach, Florida 33404

ARTICLE VIII DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX DISSOLUTION

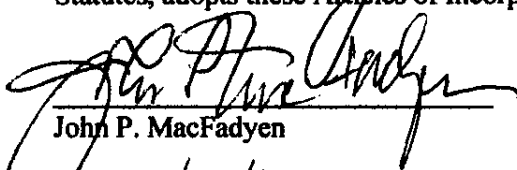
Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal 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
INCORPORATOR**

The name and address of the incorporator is:

John P. MacFadyen
250C High Point Court
Boynton Beach, FL 33435

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts these Articles of Incorporation for the purposes herein stated.




John P. MacFadyen
2/14/09

Date

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for Holy Ground Shelter for Homeless, Inc., a Florida not for Profit Corporation.



Edward E. Kuhnel
2/20/09

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA