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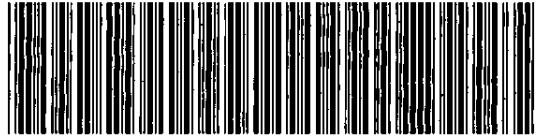
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

1/4

COVER LETTER

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

SUBJECT: Mercy Uganda, 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: Laura W. Knetzer
Name (Printed or typed)

805 west 2nd Street
Address

Lynn Haven, Florida 32444
City, State & Zip

(850) 896-2373
Daytime Telephone number

mlknetzer@comcast.net
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
MERCY UGANDA**

APPROVED
AND
FILED

09 OCT 15 PM 3:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 617, Laws of the State of Florida, we the undersigned,
each a natural person competent to contract, do hereby associate ourselves together
for the purpose of forming a non-profit corporation, and do hereby:

ARTICLE I

The name of the corporation shall be and is Mercy Uganda, Inc. (hereinafter
referred to as the Corporation).

ARTICLE II

The initial street address of the principal office of this Corporation is 2350
Frankford Avenue, Panama City, Florida 32405. The Board of Directors may from
time to time move the principal office to any other address in Florida.

ARTICLE III

The purposes for which this Corporation is formed, and for which it shall exist are:

1. To devote the energies of the Corporation to furthering its charitable,
religious, educational, and humanitarian objectives in identifying needs,
providing aid, assistance, encouragement, and resources to women and
children in Uganda.
2. To develop and administer programs designed to raise public awareness,
and create funding, partnerships, and sponsors for children in the areas
of education and nutrition, and to provide adult literacy to women.

- 3. To develop and administer programs designed to raise awareness, partnerships, and funding to provide safe and accessible water in efforts to improve overall health and sanitation for women and children, and whole communities in Uganda.**
- 4. To develop and administer programs designed to raise public awareness, and create partnerships, funding, sponsors, and resources to provide for and meet the medical needs of women and children in Uganda.**
- 5. All purposes of this Corporation as stated in the Articles of Incorporation shall be limited exclusively to those purposes as conveyed within the meaning of, and comply with Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.**

ARTICLE IV

The Board of Directors shall be elected by the directors holding office from time to time. Each director shall hold office for a term of three years and until his successor shall have been elected and qualify. Directors are eligible for re-election at the end of their term. The number of directors may, by vote of a majority of the entire Board, be decreased to not less than four or increased to a number not exceeding ten. The Board of Directors shall keep minutes of its meetings and a full account of its transactions. The Board of Directors shall have the power to form an executive committee or standing committee or such other committees they deem to

be in the interest of the Corporation, and said committees shall have such powers and shall perform such duties as the By-laws may provide.

ARTICLE V

The names and addresses of the subscribers of these Articles of Incorporation and Initial Directors are:

Robert Hayes, Pastor : 1401 Calhoun Avenue, Panama City, Florida 32401

Mark Knetzer-Member: 805 West 2nd Street, Lynn Haven, Florida 32444

**Cylle Rowell-Bookkeeping: 321 Bunkers Cove Road, Panama City, Florida
32401**

Russell Jinks-Member: 108 Fox Ridge Road, Panama City, Florida 32405

**Nancy Jinks- Online Support: 108 Fox Ridge Road, Panama City, Florida
32405**

The business and affairs of the Corporation shall be managed under the direction of its Board of Directors of not less than four (4), nor more than ten (10) directors. The directors holding office shall constitute the voting membership of the Corporation. The qualifications for directors, the number of directors, the terms of office, and the manner of admitting or electing directors and the election of officers shall be provided in the By-laws. The Board of Directors initially will consist of Six members: Laura Knetzer, Robert Hayes, Mark Knetzer, Cylle Rowell, Russell Jinks, Nancy Jinks, listed with addresses above.

ARTICLE VI

The Initial Registered Agent for the Corporation is:

Laura W. Knetzer, 805 West 2nd Street, Lynn Haven, Florida 32444.

ARTICLE VII

The Incorporator for the Corporation is:

Laura W. Knetzer, 805 West 2nd Street, Lynn Haven, Florida 32444

ARTICLE VIII

The Board of Directors constitutes the voting membership of the Corporation. However, the By-laws may provide for a class or classes of non-voting members that would be solely advisory, and the manner of admitting non-voting members, including qualifications, therefore shall be as provided in the By-laws.

ARTICLE IX

By-laws of this Corporation shall be adopted and may be amended or revised by the Board of Directors by a vote of not less than three-fourths (3/4) of the total voting membership of this Corporation, which is the total number of its directors. Likewise, these Articles of Incorporation may be amended by a vote of not less than three-fourths (3/4) of the total number of its directors; provided, however, that these Articles of Incorporation shall never be amended so as to make this corporation other than a charitable

organization within the meaning of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE X

The private property of the members, directors, and officers of this Corporation is to be exempt from corporate debts.

ARTICLE XI

The Corporation shall have all powers prescribed by law and all powers necessary and incidental to the fulfillment of its purpose.

ARTICLE XII

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members of the Board of Directors, 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 objects and purposes set forth in Article II hereof. No substantial part of the activities of the Corporation shall be the 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 concerning) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on:

(a) by a corporation exempt under section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170 of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law.

On the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a non-profit fund, foundation, or corporation that is organized and operated exclusively for charitable, educational, humanitarian, and scientific purposes that are in agreement with those shared by the Corporation, and that established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

If this Corporation holds any assets in trust, they shall be disposed of in such a manner as may be directed by judgment of the appropriate court of the county in which this Corporation's principal office is located, on petition by the Attorney General or by any person concerned in the liquidation.

In the event that this Corporation shall become a "private foundation" within the meaning of Section 509, then the Corporation's income for each taxable year shall be distributed at such time and in such manner as not to subject it to tax under section 4942, and the Corporation shall be prohibited from engaging in any act of self-dealing as defined in

Section 4941(d), from retaining any excess business holdings as defined in Section 4943(c), from making any investments in such manner as to subject this Corporation to tax under Section 4944, and from making taxable expenditures as defined in Section 4945(d) and in all sections of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE XIII

The corporate existence of this Corporation shall commence upon the filing of these Articles of Incorporation with the Secretary of State in the manner provided by law, and the term of existence of this Corporation shall be perpetual.

Dated: Oct 11, 2009

Signatures:

Ramona L. Hester
Daniel M. Smith
Charles E. Hester
Robert S. Hester
Thomas J. Hester
Cybele Rowe

STATE OF FLORIDA

COUNTY OF BAY

BEFORE ME, a Notary Public duly authorized in the State and
County above named to take acknowledgements, personally appeared

To me well known, and to me known to be the persons described as
subscribers in, and who executed the foregoing Articles of Incorporation and
who acknowledged before me that they executed and subscribed these
Articles of Incorporation for the uses and purposes set forth therein.

WITNESS my hand and official seal this 11th day of October

2009.

Lauren Walker

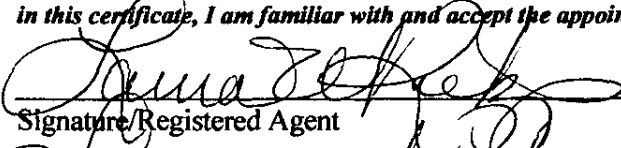
Notary Public

My commission expires:

4/28/2013

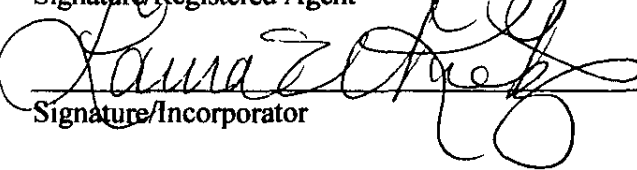


Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

10/12/09
Date



Signature/Incorporator

10/12/09
Date

APPROVED
AND
FILED

09 OCT 15 PM 3:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA