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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MRS
8/13

COVER LETTER

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

SUBJECT: _____

Heartland Gardens, 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: _____

Bernard J. Pino

Name (Printed or typed)

14191 Georgian Cir. Apt 202

Address

Fort Myers, FL 33912

City, State & Zip

(786) 390-5849

Daytime Telephone number

benny.pino@gmail.com

E-mail address: (to be used for future annual report notification)

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

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Heartland Gardens, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

14191 Georgian Cir. Apt 202
Fort Myers, FL 33912

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

This corporation is organized and operated exclusively for charitable, educational and scientific purposes within the meaning of 501(c)(3) of the Internal Revenue Code. The specific purposes for which this corporation is organized are: To establish and maintain a community garden in Lee County, Florida which (1) aids local community beautification and development; (2) promotes health in the local diabetic, heart diseased and obese population; (3) teaches nutritional education through the processes of growing organically grown foods for preventative and possible treatment of said diseases; (4) establishes a food share for the purposes of both charity and funding; (5) researches nutrition as a possible cure for said diseases.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The original three of five board members have been appointed by the incorporator. At the regular meeting of directors held on the second Friday of August every third year, directors shall be elected by the board of directors. Voting for the election of directors shall be by written ballot. Each director shall cast one vote per candidate, and may vote for as many candidates as the number of candidates to be elected to the board. The candidates receiving the highest number of votes up to the number of directors to be elected shall be elected to serve on the board.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

President: Bernard J Pino - Garden Director
14191 Georgian Circle Apt 202
Fort Myers, FL 33912

Secretary: Andrea Guerrero - Chief of Operations
1097 Skiff Pl. Sanibel, FL. 33957

Treasurer: Mary MacBeath
9020 Mockingbird Dr., Sanibel FL 33957

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Bernard J Pino
14191 Georgian Circle Apt. 202
Fort Myers, FL. 33912

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Bernard J Pino
14191 Georgian Circle, Apt 202
Fort Myers, FL 33912

Article VIII. DURATION/MEMBERSHIP

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

Article IX. 501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these 8 articles, this organization shall not carry on any other activities, not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. **EXCLUSIVITY:** The Corporation is organized exclusively for scientific, charitable and educational purposes.
3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's scientific, charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to scientific, charitable and educational purposes no part of which shall inure to the benefit of any individual.

4. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. **DISSOLUTION:** The property of this corporation is irrevocably dedicated to scientific, educational and charitable purposes. Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for scientific, charitable and educational purposes.

J. **INDEMNIFICATION** - Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

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 Burl J. Kirk Date 8/10/10

Signature/Incorporator Burl J. Kirk Date 8/10/10

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