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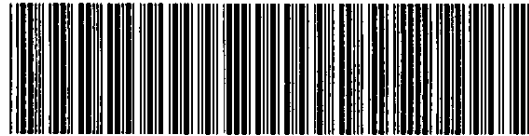
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**ARTICLES OF INCORPORATION
OF
H.A.L.O. Ministries International, Inc.**

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation:

**I.
NAME OF CORPORATION**

The name of this corporation shall be:

H.A.L.O. Ministries International, Inc.

**II.
PRINCIPAL OFFICE**

The principal address of the corporation shall be:

**1165 Vereda Verde
Sarasota, FL 34232**

The corporations mailing address shall be:

**P.O. Box 51611
Sarasota, FL 34232**

**III.
PURPOSE**

A. The Corporation is organized and shall be operated exclusively for religious, charitable and educational lawful purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or any corresponding section of any future Federal Tax Code, and within the meaning of the Florida State Tax Code, or any corresponding section of any future Florida Tax Code. Notwithstanding the foregoing, the Corporation's purposes also include the limited participation of the Corporation in any other activities, including taxable activities, but only to the extent the activities would be permitted by a tax-exempt organization. More particularly, but without limitation, the purposes of this corporation are:

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I. The general nature, objects and purposes of this corporation shall be to operate without profit and to accept and receive property of whatever kind, and whatever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for charitable purposes, including:

a. To distribute property in accordance with terms of gifts, bequests, or devises made to the corporation which are not inconsistent with its purposes;

b. To hold, reinvest, manage, use, apply, employ sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property and the income, principal and proceeds of such property for any of the purposes set forth herein; and without the necessity of authorization or approval of any individual or entity whosoever save and except as provided in these Articles and the Bylaws of this non-profit corporation.

c. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, trustees, 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 purposes set forth herein. No substantial part of the activities of the corporation shall be the carrying 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) and political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any 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 (or the corresponding provision of any future United States Internal Revenue Law).

II. The Corporation is a ministry and its purpose is to carry out the ministry of the Lord, Jesus Christ, in this world and to carry out the great commission. It has a mission's vision to reach out locally and globally for the glory of our Lord, Jesus Christ.

III. The purpose of this corporation is to reach out to the world with the love of Christ through various forms of outreach including, but not limited to the following:

passing out of food and clothing to the less fortunate or needy; providing or sponsoring biblical teaching, training, and discipleship; to establish residential and non-residential centers for the needy (including but not limited to widows and orphans); to provide facilities to equip and establish kingdom principles to the next generation of Christians; to plant and establish Christian churches globally as needed; to advance the Kingdom of Heaven into the earth by whatever means available

IV. The purpose is to also spread the gospel of Jesus Christ by any lawful means possible.

V. The corporation will establish and operate as a charitable, benevolent, religious, eleemosynary, civic, missionary, and educational organization for the purpose of teaching the Bible or Bible related topics in, without limitation, schools, colleges or university campuses and other public or private venues; conducting without limitations, seminars, classes, camps, revivals, retreats, and other presentations for the purposes of teaching or preaching or otherwise communicating the gospel, Bible and Bible related topics; preparing and distributing literature, visual and audio communications, and materials for the furtherance of the gospel, Bible and Bible related topics; and otherwise promoting the furthering of the gospel, Bible and Bible related topics.

VI. To make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

VII. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations and Internal Revenue Code Section 501(c)(3), including but not limited to the generality of the foregoing, to acquire by donation, contribution, bequest

VIII. This corporation is also established to promote, encourage, and foster any other similar religious, charitable, and educational activities; to accept, hold, invest, reinvest and administer any gifts, legacies, bequest, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for and to devote the same to the foregoing purposes of the Corporation; and to do any and all lawful acts and things which may be necessary and useful, suitable, or proper for the furtherance of accomplishment of the purposes of this corporation.

IX. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

IV.

BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the Bylaws.

The first Board of Directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the Board of Directors in the manner provided by such Bylaws.

V.

Board of Directors-Names and Titles

Name of Director-Title:

Street Address:

**Amy V. Wingate
President/Chairman of the Board**

**1165 Vereda Verde
Sarasota, FL 34232**

**Brenda Gibbs
Vice President**

**5755 Beaurivage Ave.
Sarasota, FL 34243**

**Willis Todd
Secretary/Treasurer**

**171 Golden Gate Pt., #5
Sarasota, FL 34236**

(Amy V. Wingate is authorized at this time to open needed bank accounts and to apply for necessary licenses and any other similar types of business related to starting H.A.L.O. Ministries International, Inc. All references in these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities listed, or their successors. The management of this Corporation is vested in the Board of Directors. The Board of Directors may elect the officers as stated in the Bylaws once the Bylaws are established.)

VI.

CORPORATE EXISTENCE

The existence of this corporation shall be perpetual, unless dissolved according to law.

VII.

REGISTERED AGENT

Know all men by these presents that Amy V. Wingate of 1165 Vereda Verde, Sarasota, Florida, 34232 is hereby appointed as the Initial Registered Agent.

I certify that I am the duly elected and acting Registered Agent of H.A.L.O. Ministries International, Inc. I hereby accept the election of Registered Agent for H.A.L.O. Ministries International, Inc this 1ST day of JANUARY, 2011.

Amy V. Wingate
Amy V. Wingate

January 1, 2011
Date

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TALLAHASSEE, FLORIDA

VIII.
Incorporator

This is to certify that the Incorporator of H.A.L.O. Ministries International, Inc. is Amy V. Wingate, signature below, of 1165 Vereda Verde, Sarasota, Florida, 34232.

Amy V. Wingate
Amy V. Wingate

January 1, 2011
Date

IX.
DISTRIBUTION UPON DISSOLUTION

The Corporation is a nonprofit corporation. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes for which this corporation was organized to such organization or organizations organized and operated exclusively for charitable, educational, ministerial purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law.

X.
POWERS

Except as otherwise provided in these Articles of Incorporation, the Corporation shall have all of the powers provided in the Code. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its vision and interest.

XI.
RESTRICTIONS AND REQUIREMENTS

The Corporation shall not pay compensation, dividends or other corporate income to its directors or officers or otherwise accrue distributable profits or permit the realization of private gain. The Corporation shall have no power to take any action prohibited by the Code. The Corporation shall not have the power to engage in activities, except to an insubstantial degree, that are not in furtherance of the purposes set forth above. The

Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under the Internal Revenue Code Section 501C3 and related regulations, rulings, and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under the Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Corporation shall have no power to:

a. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree.

b. Serve a private interest other than one that is clearly incidental to an overriding public interest.

c. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings, and procedures.

d. Participate in or intervene in any political campaign or on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.

e. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.

f. Distribute its assets on dissolution other than for one or more exempt purposes; on dissolution, the Corporation's assets shall be distributed to the state government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501(c)(3) to be used to accomplish the general purposes for which the Corporation was organized.

g. Permit any part of the net earnings of the Corporation to inure to the benefit of any private shareholder or member of the Corporation or any private individual.

h. Carry on an unrelated trade or business except as a secondary purpose related the Corporation's primary, exempt, purposes.

XII. MEMBERSHIP

The Corporation has no membership with the exception of the Board of Directors amendment to this provision.

XIII.

LIMITATION AND LIABILITY OF DIRECTORS

A director is not liable to the Corporation or members, if any members, for monetary damages for an act or omission in the director's capacity as director except to the extent otherwise provided by a statute of the State of Florida.

XIII.

INDEMNIFICATION

Except as may be defined and limited by the Bylaws, the Corporation may, but is not required to indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director, officer, attorney or CPA, agent or representative or other person related to the Corporation. The corporation may provide a trust fund, insurance, or other arrangement to effectuate this article.

XV.

ACTION BY WRITTEN CONSENT

The Corporation, if taking action by written consent in lieu of a meeting, shall attempt to obtain the unanimous written consent of all persons entitled to vote. Notwithstanding, the foregoing, any required or permissible act may be taken without a meeting by use of written consent signed by no less than the number directors necessary to take action at a fully attended meeting, according to the Bylaws. A written consent signed by less than all of the directors is not effective to take the intended action unless written consents signed by the minimum required number of persons are delivered to the Corporation within 45 days after the date of the earliest dated written consent delivered to the Corporation. Each written consent must set forth the action to be taken and provide the date of signature of each person signing it. Delivery must be made by hand, or by certified or registered mail, return receipt requested. The delivery may be made to the Corporation's registered office, registered agent, principal place of business, transfer agent, exchange agent, or an officer or agent having custody of books in which the relevant proceedings are recorded. If the delivery is made to the Corporation's principal place of business, the consent must be addressed to the president or principal executive officer.

The Corporation will give prompt notice of the intended action taken to persons who do not sign consents. If the action taken requires documents to be filed with the Secretary of State, the filed documents shall indicate that the written consent procedures have been properly followed.

A telegram, cablegram, or similar transmission by a director (or member), or facsimile or similar reproduction of a signed writing is to be regarded as being signed by the director (or member).

**XVI.
AMENDMENT**

These Articles of Incorporation may not be amended in any way without the approval of 2/3 majority of the members of the Board of Directors.

**XVII.
INTEGRATED AUXILIARIES**

The Corporations authorized to cover an unlimited number of integrated auxiliaries but this corporation shall have the power to elect and replace at least 1 Director at its sole discretion, who may or may not be a current member of the Board of Directors of this Corporation.

**XVIII.
MANDATORY ARBITRATION**

To be established and stated in the Bylaws once established by this Corporation.