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☐ PICK-UP

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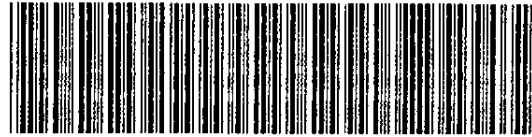
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 3/26/11

COVER LETTER

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

SUBJECT: HeavyGrace Ministries, 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: Cherriel A. Ward
Name (Printed or typed)

1504 Casey Lane
Address

Port Orange, FL 32129
City, State & Zip

386-795-0428
Daytime Telephone number

cherrielward@gmail.com
E-mail address: (to be used for future annual report notification)

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

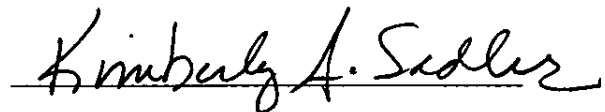
Florida General Affidavit

State of Florida
County of Volusia

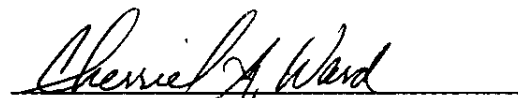
I, the undersigned, being first duly sworn, do hereby state under oath and under penalty of perjury that the following facts are true:

1. I am over the age of 18 and am a resident of the State of Florida. I have personal knowledge of the facts herein, and if called as a witness, could testify completely thereto.
2. I am the sole member of Heavy Grace Ministries LLC.
3. I do not intend to revoke the dissolution of Heavy Grace Ministries LLC.
4. I do intend to form Heavy Grace Ministries, Inc., a Florida not-for-profit corporation once dissolution of Heavy Grace Ministries LLC is complete.

Executed this 7th day of March, 2011 in Port Orange, Florida.



Kimberly A. Sadler



Witness

ARTICLES OF INCORPORATION
OF
HeavyGrace Ministries, Inc.
A Florida Not for Profit Corporation

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MAR 17 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION:

The name of this corporation is:

HeavyGrace Ministries, Inc.

ARTICLE II

PRINCIPAL OFFICE:

The principal street and mailing addresses of the office of the corporation are located at:

Street Address:
1705 Taylor Road
Port Orange, FL 32128

Mailing Address:
P.O. Box 290113
Port Orange, FL 32129

ARTICLE III

REGISTERED AGENT:

The name of the registered agent of the corporation is Kimberly Ann Sadler. The address of this registered agent is 5776 White Acres Lane, Port Orange, FL 32127.

ARTICLE IV

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 V

BOARD OF DIRECTORS:

The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

ARTICLE VI

INCORPORATORS:

The name and address of the incorporator is: Cherriel A. Ward, 1504 Casey Lane, Port Orange, FL 32129.

ARTICLE VII

CORPORATE PURPOSES:

The purposes for which this corporation is formed are exclusively charitable and educational and consist of the following:

1. This corporation provides biblical counseling care and educational services to individuals, missionaries, and community organizations, and is organized exclusively for charitable, religious, and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code.
2. To aid and assist with biblical counseling support and lay counselor education funded by gifts and contributions to community crisis pregnancy centers, prison ministries, and area crisis intervention programs including suicide prevention and pastoral support for area First Responders. No part of the net earnings will inure to the benefit of any private shareholder or individual, and no substantial part of the activities will carry on propaganda, or otherwise attempt to influence legislation.
3. All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE VIII

501(c)(3) LIMITATIONS:

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these 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 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 charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to 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 attempt 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:** Upon dissolution & upon payment or adequate discharge of all liabilities and obligations of the Corporation, the assets of the Corporation remaining 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 charitable and educational purposes.

ARTICLE IX

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 to the extent permitted by the Florida Not for Profit Corporation Act 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.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 14 day of March, 2011

Cherriel A. Ward
Cherriel A. Ward

REGISTERED AGENT

ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for HeavyGrace Ministries, Inc., a Florida not for profit corporation.

Kimberly Ann Sadler
Kimberly Ann Sadler

Date: 14 March 2011

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA