

N11000007473

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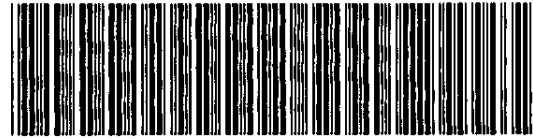
(Business Entity Name)

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11 AUG -5 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K 08/08/11

W11- 38252



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
11 AUG -5 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 21, 2011

THORNTON, TORRENCE & BARNETT, P.A.  
6709 RIDGE RD  
SUITE 106, ATTN: MARIE ANTONIETTI  
PORT RICHEY, FL 34668

SUBJECT: HELPING HANDS, INC.  
Ref. Number: W11000038252

We have received your document for HELPING HANDS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is P00000089937 (HELPING HANDS, INC.).

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6949.

Thomas Chang  
Regulatory Specialist II  
New Filing Section

Letter Number: 411A00017270

## COVER LETTER

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

SUBJECT: HELPING HANDS, 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: Thornton, Torrence + Barnett, P.A.  
ATT: Marie Antonietti  
Name (Printed or typed)

6709 Ridge Rd, Suite 106  
Address

Port Richey, FL 34668  
City, State & Zip

727-845-6224  
Daytime Telephone number

tony@ccwc.org  
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

## HELPING HANDS MISSION, INC.

We, the undersigned, natural persons of the age of 18 years or more, acting as incorporators, adopt the following Articles of Incorporation for a corporation not for profit pursuant to Chapter 617 of the Florida Statutes.

### ARTICLE 1: CORPORATE NAME AND ADDRESS

The name and address of the Corporation shall be **HELPING HANDS MISSION, INC.** at 6825 Trouble Creek Road, New Port Richey, FL 34653.

### ARTICLE 2: CORPORATE PURPOSE

The Corporation is organized exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue law. More specifically, the Corporation is organized for the purpose of world outreach and community development.

### ARTICLE 3: RESTRICTIONS ON CORPORATE POWERS

The Corporation shall possess all powers granted corporations not for profit under the laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations. In addition thereto, the following restrictions shall pertain:

3.01 No part of the net earnings of the Corporation shall inure to the benefit of or be distributable 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 expenditures in furtherance of the purposes set forth in Article 2 hereof.

3.02 Activities. 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) any political campaign on behalf of or in opposition to any candidate for public office.

3.03 Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations or the corresponding provision of any future United States Internal Revenue law, or by an organization, contributions which are deductible under Section 170 (c)(2) or such Code and regulations, or by a corporation organized under Florida Statute Chapter 617.

#### **ARTICLE 4: DURATION OF CORPORATE EXISTENCE**

The Corporation shall have perpetual existence, unless terminated by due process of law.

#### **ARTICLE 5: DISPOSITION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the Company, all remaining assets shall be distributed to the Calvary Chapel Worship Center, Inc. or its successor if said Corporation or its successor is exempt within the meaning of section 501 (c) (3) at the time of dissolution; provided, however, if said Corporation or its successor is not tax exempt as defined or is not in existence or is unwilling to accept the assets then the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 in Pasco County.

#### **ARTICLE 6: MEMBERS**

6.01 Membership. The Corporation shall have no voting members.

#### **ARTICLE 7: INCORPORATOR**

The name and residence of the sole incorporator to these Articles of Incorporation is Tony Salerno, 6825 Trouble Creek Road, New Port Richey, FL 34653.

#### **ARTICLE 8: OFFICERS**

8.01 Defined. The affairs of the Corporation shall be managed by a president, a secretary, and treasurer who shall perform the usual functions of said offices together with such additional officers as may be from time to time constituted and appointed by the Board of Directors or as may be provided in the bylaws.

8.02 Election. Officers of the Corporation shall be elected in the manner provided for in the bylaws. All officers shall continue to serve until the election of their successors or their resignation, whichever comes first.

#### **ARTICLE 9: BOARD OF DIRECTORS**

9.01 The Corporation shall be governed by a Board of Directors. The initial members of the Board shall be appointed by the incorporators for a one year term and thereafter they shall be elected in the manner provided for in the bylaws. The Board of Directors may be increased or decreased as provided in the bylaws but in no case shall the number of Directors be less than three.

**ARTICLE 10: ACCEPTANCE OF GIFTS, DEVISES AND BEQUESTS;  
APPLICATION THEREOF**

The officers or Directors of the Corporation may accept on its behalf any contribution, gift or devise consistent with the general purposes of the Corporation. The Corporation at all times reserves all rights over, interest in and control of such contributions with full discretion as to the ultimate expenditure or distribution of the contribution in satisfaction of any specified fund, purpose or use. The Corporation shall, at all times, have full control over all donated funds and discretion as to their use so as to ensure that all contributions will be used to carry out its purposes as set out in Article 2.

**ARTICLE 11: ADOPTION AND AMENDMENT OF BYLAWS**

The bylaws of the Corporation shall be as adopted by the first Board of Directors. The bylaws may thereafter be amended by a majority vote of the Board of Directors at any regular or special meeting thereof provided that notice of such meeting containing the text of the proposed bylaw amendment is furnished to each Director at least five days prior to such meeting.

**ARTICLE 12: DEFENSE AND INDEMNIFICATION OF  
OFFICERS AND DIRECTORS**

The Corporation shall defend, indemnify and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

**ARTICLE 13: AMENDMENT OF ARTICLES OF INCORPORATION**

Amendments of the Articles of Incorporation shall be adopted by a two-thirds vote of all directors at any regular or special meeting at which a quorum is present, provided that written notice of such meeting containing the text of the proposed amendments is furnished each member not less than ten days prior to such meeting.

**ARTICLE 14: REGISTERED AGENT**

The Corporation's initial registered agent maintains offices at Tony Salerno, and the registered agent at that address shall be 6825 Trouble Creek Road, New Port Richey, FL 34653.

DATED this 14th day of July, 2011.

  
TONY SALERNO, INCORPORATOR

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STATE  
ALLA MISSISSIPPI  
FLORIDA

### ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above stated nonprofit corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 14th day of July, 2011.

  
TONY SALERNO, Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA