

N13000002050

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

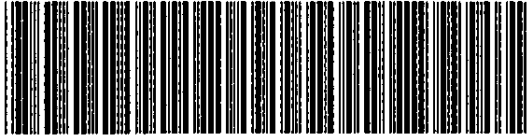
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

WR-61315

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 11, 2012

MICHAEL E. STEUER, CPA, P.A.
600 BYPASS DR.
STE 100
CLEARWATER, FL 33764

SUBJECT: HELPING HANDS MINISTRIES, INC.
Ref. Number: W12000061315

We have received your document for HELPING HANDS MINISTRIES, 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 N36238 (HELPING HANDS MINISTRIES, INCORPORATED).

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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.

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If you have any questions concerning the filing of your document, please call
(850) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 912A00029258

Michael E. Steuer, CPA, P.A.

Certified Public Accountant

600 Bypass Dr., Suite 100
Clearwater, FL 33764



Telephone

(727) 797-9000

Fax

(727) 797-9003

E-mail

Mike@MiketheCPA.com

Website

www.MikeTheCPA.com

February 21, 2013

Dear Sirs,

Our firm submitted an application for incorporation for "Helping Hands, Inc" which was declined on December 11, 2012. Please accept the attached incorporation documentation, and apply our previous payment for the fees incurred.

Thank you for your assistance in this matter.

Sincerely,


Michael E. Steuer, CPA

COVER LETTER

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

SUBJECT: Countryside Cares, 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: Michael E. Steuer, CPA
Name (Printed or typed)

600 Bypass Dr, Ste 100
Address

Clearwater, Fl 33764
City, State & Zip

727-797-9000
Daytime Telephone number

mike@mikethecpa.com
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
Countryside Cares, Inc.
A FLORIDA NON-PROFIT CORPORATION

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The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation is:

Countryside Cares, Inc.

TWO: The principal office address of this corporation is:

2565 Blackburn St.

Clearwater, FL 33763

THREE: The specific purposes for which this corporation is organized are:

1. Minister to the physical and spiritual needs of the homeless community and the underprivileged by providing them food and clothing.
2. Provide assistance in obtaining free and/or inexpensive services offered by local agencies for those in need.
3. Teach basic life and practical living skills to the homeless and underprivileged.
4. Establish a network of community, business, and church leaders to assist in teaching, training and mentoring the underprivileged so that they will become productive members of the community.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FOUR: The number of initial directors of this corporation are seven. Their names and addresses are as follows:

1. Naomi Powell 2565 Blackburn St
Clearwater, Fl 33759
2. Michael Steuer 2613 Bellhurst Drive
Dunedin, FL 34698
3. Glen Gammon 2565 Blackburn St
Clearwater, Fl 33759
4. Clayton Davis 2565 Blackburn St
Clearwater, Fl 33759

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TALLAHASSEE, FLORIDA

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FIVE: The Directors of the Corporation shall be elected in accordance with the provisions stated in the bylaws.

SIX: The period of duration of this corporation is perpetual.

SEVEN: The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

The corporation shall not have any members. In accordance with the Bylaws, only the Board of Directors shall have a voice or vote in the business affairs of the corporation.

EIGHT: Any additional provisions for the operation of corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal

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Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

NINE: The name and address of the registered agent of this corporation are:

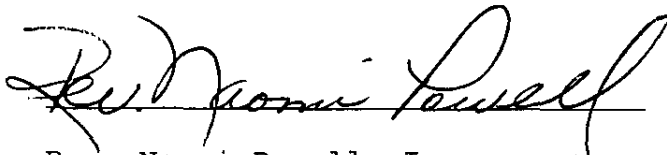
Rev. Naomi Powell
2565 Blackburn St.
Clearwater, Fl 33759

TEN: The name and address of the incorporator of this corporation is:

Rev. Naomi Powell
2565 Blackburn St.
Clearwater, Fl 33759

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: February 21, 2013



Rev. Naomi Powell, Incorporator

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Countryside Cares, Inc.
2. The name and address of the registered agent and office is:

Rev. Naomi Powell
2565 Blackburn St.
Clearwater, Fl 33763

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:

Rev. Naomi Powell

Date: November 1, 2012

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TALLAHASSEE, FLORIDA

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