

Division of Corporations

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Florida Department of State

Division of Corporations
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Division of Corporations
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Account Number : 071005001001
Phone : (727) 441-8966
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
JOINING HANDS MISSION, INC.**

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Corporate Filing Menu

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**AMENDED and RESTATED ARTICLES OF INCORPORATION
OF
JOINING HANDS MISSION, INC.**

ARTICLE I
Name and Address

The name of this corporation not-for-profit shall be JOINING HANDS MISSION, INC.

ARTICLE II
Term

The term for which this corporation shall exist shall be perpetual.

ARTICLE III
Principal Office

The principal office of the corporation is located at c/o Steven O. Cole, 625 Court Street, Suite 200, Clearwater, Florida, 33756.

ARTICLE IV
Purposes

The corporation shall be organized as a not-for-profit corporation under Chapter 617, Florida Statutes, incorporated on a non-stock basis. The corporation is to be formed exclusively for charitable, religious and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1994, or the corresponding provision of any future United State Internal Revenue law. Specifically, the object, general nature and purpose of this corporation shall be to establish and maintain in the city of New Port Richey, Florida, and surrounding communities, a faith-based social services mission focusing on those experiencing food or income insufficiency, and those homeless or at risk of homelessness, in a manner modeled through the ministry of Jesus Christ as in Matthew 26:45.

In furtherance of these purposes, the corporation may:

- A. Contract with other organizations, for profit and not-for-profit, with individuals, and with government agencies.
- B. Own, lease, or otherwise deal with all property, real or personal, to be used in furtherance of these purposes.
- C. Engage in any lawful act or activity for which corporations may be organized under the

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Florida Not-For-Profit Corporation Act.

D. Solicit and receive contributions, grants, gifts, devises and transfers of real and personal property, either outright or in trust, from whatever sources and whether unrestricted or for designated purposes, which contributions will be used to carry out the purposes referred to in Article IV herein.

ARTICLE V Powers

This corporation shall have all of the corporate powers enumerated as it may be amended from time to time and set forth in Chapter 617 of the Florida Statutes provided, however, that none of the powers granted to this corporation shall be used in any manner whatsoever in contravention of the purpose or purposes for which the corporation has been formed as set forth in Article IV.

ARTICLE VI Board of Directors and Officers

The management of the affairs of this corporation is vested in its Board of Directors which shall consist of not less than three (3) nor more than ten (10) members. All members of the Board shall be elected or appointed in the manner and for the terms prescribed in the Bylaws of the corporation, and shall hold office until their respective successors are duly elected and qualified.

The Board of Directors, at its annual meeting, shall elect a President, Secretary and a Treasurer, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the corporation, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Any individual may hold two or more corporate offices. The officers of the corporation shall have such duties as may be specified by the Board or by the Bylaws of this corporation. Compensation for any of such officers, if any, shall be fixed by the Board. Vacancies occurring on the Board or among the officers shall be filled in the manner prescribed by the Bylaws or this corporation.

ARTICLE VII
Prohibited Acts

This corporation shall operate exclusively for charitable, religious or educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code, in the course of which operation:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its individual members, directors, officers, or other 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.

B. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under §501(c)(3) of the Internal Revenue code, or (b) by a corporation, contributions to which are deductible under §170 (c)(2) of the Internal Revenue Code.

ARTICLE VIII
Dissolution

The corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Board of Directors. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the Board of Directors, after paying or making provisions for the payment of all of the liabilities of the corporation, shall distribute, in any proportions considered prudent, all of the assets of the corporation to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) and §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then

located, exclusively for such purposes or to such organization or organizations which shall at the time qualify as an exempt organization or organizations under §501(c)(3) and §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue law), as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

Original Subscribers

The names and addresses of the original subscriber of these Articles of Incorporation is as follows:

Mary Ashcraft
815 11th St North
St. Petersburg, FL 33705

H. Michael Dougherty
2143 Overview Dr
New Port Richey, FL 34655

Maria Brandes
8025 Sycamore Dr
New Port Richey, FL 34654

ARTICLE X

Members

The corporation shall have no members.

ARTICLE XI

Board of Directors and Officers

The management of the affairs of this corporation is vested in its Board of Directors which shall consist of not less than three (3) nor more than ten (10) members.

The Board of Directors, at its annual meeting, shall elect a President, Vice-President, Secretary and a Treasurer, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the corporation, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Any individual

may hold two or more corporate offices. The officers of the corporation shall have such duties as may be specified by the Board or by the Bylaws of this corporation. Compensation for any of such officers, if any, shall be fixed by the Board. Vacancies occurring on the Board of Directors shall be filled by a majority vote of all other Directors then holding office.

The names and addresses of the Board of Directors effective as of July 1, 2020 are:

Lynn S. Ryan, New Port Richey, FL

John Gibeau, Hudson FL

Irene Marcus, Holiday, FL

Georgia Anderson, Hudson FL

James Ryan, New Port Richey, FL

ARTICLE XII

Bylaws

The corporation shall establish such Bylaws as are necessary for the conduct and orderly flow of the business of the corporation. Such bylaws may be amended from time to time by a two-thirds affirmative assent of the Board of Directors then holding office.

ARTICLE XIII

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended by the majority vote of the Board of Directors of this corporation, present and voting, at any meeting of the Board of Directors called for that purpose provided that such meeting shall be held after first giving thirty (30) days written notice mailed to each member of the Board of Directors at his or her last known address. Prior written

notice may be waived by the members of the Board of Directors provided the waiver of notice be in writing.

ARTICLE XIV

Registered Agent

The name of the initial registered agent of this corporation is Stephen O. Cole, Esquire, 625 Court Street, Suite 200, Clearwater, FL 33756.

ARTICLE XV

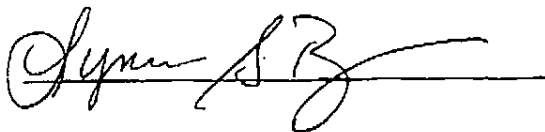
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this ^{28th} ~~28th~~ day of July, 2020.

In the Presence of:

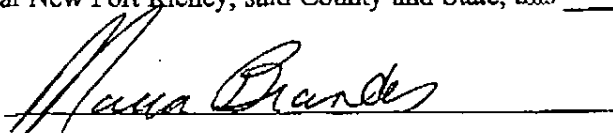
JOINING HANDS MISSION, Inc.

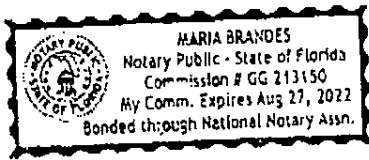


STATE OF FLORIDA
COUNTY OF PASCO

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Lynn Ryan, to me personally known or who has produced Florida Driver's License as identification and who did take an oath, and known to me to be the individual described in and who executed the foregoing instrument and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal at New Port Richey, said County and State, this ^{28th} ~~28th~~ day of July, 2020.





Notary Public

Print Name

My Commission Expires:

Maria Brandes
8/27/2022

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service of process for JOINING HANDS MISSION, Inc. at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

Stephen O. Cole
Stephen O. Cole