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TALLAHASSEE, FLORIDA

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THOMAS M. EGAN  
CHARTERED  
LAWYER

2107 SE 3<sup>rd</sup> Avenue  
Ocala, FL 34471

Telephone:  
(352) 629-7110  
(352) 629-6696 fax

January 15, 2015

Dept. of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Holy Angels Ministries, Inc.

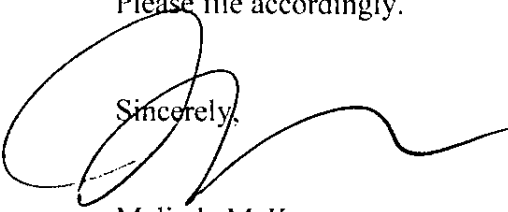
Dear Clerk:

Enclosed you will find the following regarding the above referenced matter.

1. Original Articles of Incorporation
2. Copy to conform and return
3. Ck#1617 in the amount of \$70.00 for the filing fees

Please file accordingly.

Sincerely,



Melinda McKay  
Encl.

ARTICLES OF INCORPORATION  
HOLY ANGELS MINISTRIES, INC.  
A CORPORATION NOT FOR PROFIT

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, desiring to form a corporation pursuant to the not-for-profit corporation law of the State of Florida, do hereby make, subscribe and acknowledge this document, constituting the Articles of Incorporation, as follows:

ARTICLE I--NAME

The name of the corporation shall be HOLY ANGELS MINISTRIES, INC., its principal place of business shall be at 1619 NW 19<sup>th</sup> Circle, Gainesville, Florida 32608.

ARTICLE II--NON-PROFIT PURPOSE

The corporation is formed exclusively for purposes for which a corporation may be formed under the not-for-profit corporation law of the State of Florida, and not for any pecuniary profit or financial gain. No part of the assets, income or profit of the corporation shall be distributable to, or inure to the benefit of its members, directors, trustees, or officers. The corporation shall not engage in any activity prohibited to a non-profit corporation under the laws of Florida, or under the Internal Revenue Code of the United States. 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 of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Code.

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### ARTICLE III--GENERAL AND SPECIFIC PURPOSES

The general and specific purposes and objects of the corporation shall be:

(a) Subject to Article II hereof, the specific and primary purpose for which this corporation is formed is operation of one or more thrift stores, and to make donations to one or more non-profit entities exempt from taxation under Chapter 501(c)3 of the Internal Revenue Code.

(b) The general purposes for which this corporation is formed are exclusively charitable, and educational within the meaning of Section 501 (c)(3) and 501 (j) of the Internal Revenue Code, or the corresponding provision of any future Code.

(c) The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene, by publication or distribution of any statements or otherwise, in any political campaign on behalf of or against any candidate for public office.

### ARTICLE IV--EXISTENCE

The corporation shall have perpetual existence.

### ARTICLE V--SUBSCRIBERS

The names and residences of the subscribers to these Articles are as follows:

Edward Schaefer                      1619 NW 19<sup>th</sup> Circle, Gainesville FL 32608

Patrick Herring                      4730 NW 13<sup>th</sup> Ave., Gainesville FL 32605

### ARTICLE VI--DIRECTORS

The business affairs of this corporation shall be managed by a Board of Directors.

The corporation shall have three (3) Directors initially, which includes the officers set

forth in Article VIII below, who shall also be Directors. The number of Directors may be increased or decreased as provided in the By-Laws.

Directors shall be elected according to the procedure set forth in the By-Laws, and shall serve a term of 3 years, unless otherwise specified. The terms may be staggered in a manner set forth in the Bylaws. The names and addresses of the initial Board of Directors are:

Edward Schaefer	1619 NW 19 <sup>th</sup> Circle, Gainesville FL 32608
Patrick Herring	4730 NW 13 <sup>th</sup> Ave., Gainesville FL 32605
Thomas M. Egan	2107 SE 3 <sup>rd</sup> Ave., Ocala FL 34471

The Board of Directors may provide such by-laws for the conduct of its business and the carrying out of its purposes as the Board may deem necessary.

#### ARTICLE VII--OFFICERS

The corporation shall have a President, and a Secretary/Treasurer, each of whom shall be elected directly by the Board of Directors, by majority vote of directors attending a meeting called for that purpose. The initial officers who shall serve until the next election as provided in the Bylaws, shall be:

President:	Edward Schaefer, 1619 NW 19 <sup>th</sup> Circle, Gainesville FL 32608
Secretary/Treasurer:	Patrick Herring, 4730 NW 13 <sup>th</sup> Ave., Gainesville FL 32605

#### ARTICLE VIII--AMENDMENTS

These Articles may be amended by two-thirds (2/3) vote of the Directors of the corporation at a meeting called for that purpose.

#### ARTICLE IX--LOCATION

The initial address of the corporation shall be 1619 NW 19<sup>th</sup> Circle, Gainesville FL 32608. The mailing address shall be the same. The corporation may maintain other offices at other locations.

#### ARTICLE X--REGISTERED AGENT

The name and address of the initial Agent for the corporation shall be Thomas M. Egan, 2107 SE 3<sup>rd</sup> Avenue, Ocala, Florida 34471.

#### ARTICLE XI--CORPORATE POWERS

The corporation shall have all the powers granted to a corporation not-for-profit under the laws of Florida, except any power which would invalidate its right to qualify for exempt status under the United States Tax Code.

#### ARTICLE XII--DISTRIBUTION UPON DISSOLUTION

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 of the Internal Revenue Code of 1986, or corresponding provision of any future provision, or shall be distributed to the federal, state, or local government for a public purpose. Any assets not so disposed of shall be disposed of by the court of common pleas in the county in which the corporation maintains its principal place of business, exclusively for such purposes.

IN WITNESS WHEREOF, we, the undersigned incorporators, have hereunto set our hands on this 6<sup>th</sup> day of January, 2015.

  
EDWARD SCHAEFER

  
PATRICK HERRING

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged and subscribed before me for the purpose therein stated by Edward Schaefer, who produced Florida Driver License as identification - 15 Known to me and did not take an oath, on this 6<sup>th</sup> day of January, 2015.

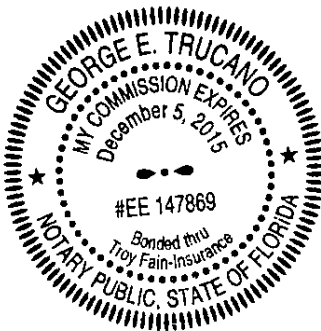
George E. Trucano  
Notary Public



STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged and subscribed before me for the purpose therein stated by Patrick Herring, who produced Florida Driver License as identification and did not take an oath, on this 6<sup>th</sup> day of January, 2015.

George E. Trucano  
Notary Public



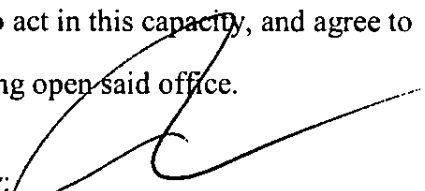
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

First -- That Holy Angels Ministries, Inc. desiring to organize under the laws of  
the State of Florida with its principal office, as indicated in the Articles of Incorporation  
at the City of Gainesville, County of Alachua, State of Florida, has named Thomas M.  
Egan, located at 2107 SE 3<sup>rd</sup> Avenue, Ocala, Florida 34471, as its agent to accept service  
of process within this state.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation,  
at place designated in this certificate, I hereby accept to act in this capacity, and agree to  
comply with the provision of said Act relative to keeping open said office.

By:   
Resident Agent