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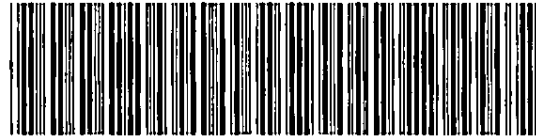
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TALLAHASSEE, FLORIDA

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

SUBJECT: HEARTS TOUCHED CHANGE LIVES (HTCL) 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: CHERRY R. LIGHTNER  
Name (Printed or typed)

P.O. Box 61446  
Address

JACKSONVILLE, FL. 32236  
City, State & Zip

(904) 878-1518  
Daytime Telephone number

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

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

**ARTICLE I NAME**

The name of the corporation shall be: HEARTS TOUCHED CHANGE LIVES (HTCL) MINISTRIES  
INC.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:

Mailing address, if different is:

5455 VERNA BLVD.  
UNIT 61446  
JACKSONVILLE, FL 32205-9998

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: SEE ATTACHMENT

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: Appointed

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: CHERRY R. LIGHTNER DIR/EXEC DIR Name and Title: \_\_\_\_\_

Address: P.O. Box 61446 Address: \_\_\_\_\_  
JACKSONVILLE, FL 32236

Name and Title: SHAWNTEL MACK DIR/TREASURER Name and Title: \_\_\_\_\_

Address: P.O. Box 61446 Address: \_\_\_\_\_  
JACKSONVILLE, FL 32236

Name and Title: THERESA SANDERS DIR/SECRETARY Name and Title: \_\_\_\_\_

Address: P.O. Box 61446 Address: \_\_\_\_\_  
JACKSONVILLE, FL 32236

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Address \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: CHERRY R. LIGHTNER  
Address: 5455 VERNA BLVD. (UNIT 61446)  
JACKSONVILLE, FL 32205-9998

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: CHERRY R. LIGHTNER  
Address: 5455 VERNA BLVD. (UNIT 61446)  
JACKSONVILLE, FL 32205-9998

**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL.)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be used as the document's effective date on the Department of State's records.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Cherry R. Lightner  
Required Signature of Registered Agent

08/13/2018  
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Cherry R. Lightner  
Required Signature of Incorporator

08/13/2018  
Date

18 AUG 16 AM 10:28  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# **Hearts Touched Changed Lives (HTCL) Ministries, Inc.**

## **Bylaws**

### **I. Name**

The name of the organization is **Hearts Touched Change Lives (HTCL) Ministries., Inc.**

### **II. Mission Statement**

**Our Mission Statement:** Reaching, Teaching, Bringing Healing, love and encouragement to a nation of hurting people. Promote and Assisting Biblical and Covenant Relationship and Marriage. Also, Building Relationship and Filling Needs in Our Community.

The Spirit of the Lord GOD is upon me, because the LORD has anointed me to bring good news to the poor; he has sent me to bind up the brokenhearted, to proclaim liberty to the captives, and the opening of the prison to those who are bound; to proclaim the year of the LORD's favor, and the day of vengeance of our God; to comfort all who mourn; to grant to those who mourn in Zion— to give them a beautiful headdress instead of ashes, the oil of gladness instead of mourning, the garment of praise instead of a faint spirit; that they may be called oaks of righteousness, the planting of the LORD, that he may be glorified. They shall build up the ancient ruins; they shall raise up the former devastations; they shall repair the ruined cities, the devastations of many generations. Strangers shall stand and tend your flocks; foreigners shall be your plowmen and vinedressers; but you shall be called the priests of the LORD; they shall speak of you as the ministers of our God; you shall eat the wealth of the nations, and in their glory you shall boast. Instead of your shame there shall be a double portion; instead of dishonor they shall rejoice in their lot; therefore in their land they shall possess a double portion; they shall have everlasting joy.

### **III. Our Purpose & Vision**

Our primary goal is to build relationships in our community:

Hearts Touched Change Lives (HTCL) Ministries incorporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code. 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 payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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. Notwithstanding any other provision 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 section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Support other volunteer groups, nonprofits or organizations in Duval County whose goal is to help people, community, church, and other ministries through Prayer / Counsel; Education; Resources and Volunteerism.

**Vision:** To see the members of the ministry be so Passionate about God's heart for the lost that they have become Proficient in ministry skills and are Pro-actively involved in strategic outreach ministries locally, nationally and globally. Create, Design and Implement Marketplace Ministry for Kingdom advancement. Create HTCL Counseling Services to provide spiritual, Christian and traditional counseling to the community, individuals and groups.

**LEADERSHIP AND MOBILIZATION:** To provide ongoing leadership to the entire church in the area of outreach and serve as a mobilizing force within the congregation in order to provide and promote outreach both here in Jacksonville, Florida, and globally as is consistent with our human and financial resources and our strategic objectives.

**MINISTRY TRAINING:** To provide cross-cultural orientation and training opportunities for those individuals in the congregation who are preparing for cross-cultural service.

#### **IV. Board of Directors**

There will be 3-7 Director Board Members Board of Directors include Executive Officers & Advisory Board Members. Board of Directors positions are unpaid positions. Board of Directors are expected to not miss more than 2 meetings per year. Board of Directors are expected to contact President or Executive Director if they must miss a meeting. All Directors will comply with Federal, County, State and Local laws.

The following Board of Director shall consist of:

**Cherry R. Lightner**  
**Shawntel Mack**  
**Theresa Sanders**

Director/ Executive Director  
Director/ Treasurer  
Director/ Secretary

Executive Officers of Hearts Touched Change Lives (HTCL), Inc. must be 18 years of age or older. Executive Officers may serve an unlimited number of 3 year terms based on consensus of the Board of Directors. Executive Officers can create new positions as needed.

## ARTICLE V REGISTERED AGENT

Cherry R. Lightner  
5455 Verna Blvd # 61446  
Jacksonville, Florida 32205-9998

Signature: Cherry R. Lightner Date 08/13/2018

### V. Affiliate Ministries

Affiliate Ministries and churches are groups or organizations that receive help and support from Hearts Touched Change Lives (HTCL), Inc.; they are treated as an extension of Hearts Touched Change Lives (HTCL), Inc.

### VII. Meetings

1. Regular meetings shall be held on the 3th Monday of the month at 6 pm at Life Works.
2. Agendas may be provided at the beginning of the meeting.
3. To be added to the agenda please contact the President or Executive Director
4. Special meetings or workshops may be held at any time in person or virtually.

### VII. Conflict of Interest

Hearts Touched Change Lives (HTCL) Ministries' policy on conflicts of interest should (a) require those with a conflict (or who think they may have a conflict) to **disclose** the conflict/potential conflict, and (b) **prohibit interested** board members **from voting** on any matter in which there is a conflict. Any member of the board that has the appearance or actual conflict of interest on a matter before the board should make reasons known. A 2/3 vote of Executive Officers will decide if a member should be excluded from voting on a pending matter.

For purposes of this provision, the term "interest" shall include personal interest, interest as director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern and having an immediate family member who holds such an interest in any concern. The term "concern" shall mean any corporation, association, trust, partnership, limited liability entity, firm, person or other entity other than the organization.

No director or officer of the organization shall be disqualified from holding any office in the organization by reason of any interest in any concern. A director or officer of the organization shall not be disqualified from dealing, either as vendor, purchaser or otherwise, or contracting or entering into any other transaction with the organization or with any entity of which the

organization is an affiliate. No transaction of the organization shall be voidable by reason of the fact that any director or officer of the organization has an interest in the concern with which such transaction is entered into, provided:

1. The interest of such officer or director is fully disclosed to the board of directors.
2. Such transaction is duly approved by the board of directors not so interested or connected as being in the best interests of the organization.
3. Payments to the interested officer or director are reasonable and do not exceed fair market value.
4. No interested officer or director may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such transaction may be authorized.

The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

## **IX. Dissolution**

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **X. Amendments**

Annual Amendments will be considered every August by the Bylaw Review Committee. These bylaws may be amended by a two-third vote of Executive Officers.