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FLORIDA PROFIT/NON PROFIT CORPORATION

Water 4 Mercy, Inc.

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ARTICLES OF INCORPORATION
OF
WATER 4 MERCY, INC.
(A Corporation Not For Profit)

The undersigned natural person of legal age, acting as incorporator for the purpose of creating a corporation not for profit under the laws of the State of Florida, as provided in Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I.
NAME

The name of the corporation shall be: WATER 4 MERCY, INC.

ARTICLE II.
ADDRESS

The mailing address of the corporation is 3026 Oakmont Drive, Clearwater, FL 33761.

ARTICLE III.
DURATION

The corporation shall have perpetual existence.

ARTICLE IV.
PURPOSES

The corporation is organized exclusively for charitable, religious, education, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), and its principal purpose shall be to transform the world one person at a time by providing schools and villages in third world countries in Africa with permanent and sustainable water and agricultural solutions essential for life and livelihood, thereby promoting dignity and mercy as persons of God.

ARTICLE V.
POWERS

This corporation shall have all powers granted by law to not for profit corporations subject to the following limitations and restrictions. No part of the net earnings of the corporation shall

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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 IV 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 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI.
DISSOLUTION

No member, trustee, officer, or private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to the sole member of the corporation if it is a Florida not for profit corporation, that is described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986, as amended, or to such other organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific organizations under Section 501(c)(3) 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 the court of competent jurisdiction, as provided by law, of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or

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organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII.
MEMBERSHIP

This corporation shall have no members and shall not issue member certificates. This corporation shall be organized on a nonstock basis and shall not issue shares of stock.

ARTICLE VIII.
BOARD OF DIRECTORS

Control of the affairs of the corporation shall initially be vested in the Board of Directors consisting of five (5) Directors, who shall be elected on an annual basis, but the term of office of any member of the Board of Directors may be for a period of more than one (1) year as provided in the Bylaws, plus two (2) ex officio voting Directors who are (i) the individual serving as the Bishop of the Catholic Church for the area that includes Clearwater, Florida and (ii) the individual serving as the President of Catholic Charities for the area that includes Clearwater, Florida, making a total of seven (7) Directors initially. The number of Directors may be, as provided in the Bylaws, increased or decreased, but shall never be less than three (3) Directors. Except for the ex officio voting Directors, the Board of Directors shall be a self-perpetuating body and new Directors shall be elected by ongoing Directors at their annual meeting. Vacancies on the Board of Directors, other than the ex officio voting Directors, shall be filled by a majority vote of the remaining members of the Board, whether or not then a quorum. Any member of the Board of Directors elected by the Board of Directors to fill a vacancy shall hold office until the next annual meeting of the Board of Directors. The Board of Directors may be organized into one (1) or more separate categories of Directors as provided in the Bylaws. The names and addresses of the first members of the Board of Directors who shall serve until their successors are duly elected and qualified are:

Dr. John Venturella, President
Clearwater Central Catholic High School
2750 Haines Bayshore Rd.
Clearwater, FL 33760

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John Carey
2855 Saber Dr.
Clearwater, FL 33759

Meg Carey
2855 Saber Dr.
Clearwater, FL 33759

Fr. Gregg Tottle, Pastor,
St. Michael the Archangel Catholic Church
2281 State Road 580
Clearwater, FL 33763

Nermine K. Rubin
3026 Oakmont Drive
Clearwater, FL 33761

ARTICLE IX.
INFORMAL ACTION

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Directors, or any action which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice, and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

ARTICLE X.
BYLAWS

The Board of Directors shall make, and shall have the power to amend or repeal, the Bylaws of the corporation.

ARTICLE XI.
REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be: 3026 Oakmont Drive, Clearwater, FL 33761. The registered agent shall be: Nermine K. Rubin. The registered office and registered agent

provided for herein may be changed from time to time in the manner provided by law.


ARTICLE XII.
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the Board of Directors and such amendments may be proposed and adopted in the manner provided in the Bylaws.

ARTICLE XIII.
INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Nermine K. Rubin, 3026 Oakmont Drive, Clearwater FL 33761.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of this 24 day of August, 2018.


Nermine K. Rubin

ACCEPTANCE AND ACKNOWLEDGMENT

Pursuant to §617.0501, Florida Statutes, I agree to act as registered agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of §617.0503, Florida Statutes.

Dated this 24 day of August, 2018


Nermine K. Rubin, Registered Agent

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