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2019

COVER LETTER

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

SUBJECT: New Heart Fire, 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: Robert Paterson

Name (Printed or typed)

13913 Cherry Creek Drive

Address

Tampa FL 33618

City, State & Zip

813-362-9456

Daytime Telephone number

newheartfire@gmail.com

E-mail address: (to be used for future annual report notification)

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

New Heart Fire, Inc.

ARTICLES OF INCORPORATION

The undersigned incorporator, a natural person 18 years of age or older, in order to form a Non-profit corporation under chapter 617 of the Florida Statutes, adopts the following articles of incorporation.

ARTICLE I

NAME

1.01 Name

The name of this corporation shall be New Heart Fire, Inc.... The business of the corporation may be conducted as New Heart Fire, Inc....

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

New Heart Fire, Inc... is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. New Heart Fire, Inc...'s purpose is :

To increase affordable and sustainable housing and communities.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

New Heart Fire, Inc... is organized exclusively for charitable and educational 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 corresponding section

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CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

of any future federal tax code. No part of the net earnings of New Heart Fire, Inc... 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

New Heart Fire, Inc... is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of New Heart Fire, Inc... of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

The corporation shall indemnify any director, officer, or former director or officer of the corporation or any person who may have served at its request against expenses actually and reasonably incurred by him or her in connection with the defense of any action, suit or proceeding, civil or criminal, in which he is made a party by reason of being or having been an officer or director of the corporation, except in relation to matters as to which he or she is adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of his or her duty to the corporation.

4.03 Dissolution

Upon termination or dissolution of the New Heart Fire, Inc..., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the New Heart Fire, Inc... hereunder shall be selected by the discretion of a majority of the managing body of the New Heart Fire, Inc... and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the New Heart Fire, Inc... by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is

applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to its members, directors, officers or other private person or individual, 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 III, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

ARTICLE V

BOARD OF DIRECTORS

5.01 Governance

Subject to the limitations contained in these Articles of Incorporation, and to the provisions of law requiring corporate action to be exercised, authorized, or approved by the members of the corporation, all the lawful powers of the corporation shall be vested in and exercised by or under the authority of the board of directors, and the business and affairs of the corporation shall be conducted and controlled by such board

5.02 Initial Directors

The initial directors of the corporation shall be 3(three)

Robert Paterson CEO/President

Randall Hunt Treasurer

Becki Maas Secretary

ARTICLE VI

MEMBERSHIP

6.01 Membership

New Heart Fire, Inc... shall have no members.

ARTICLE VII

MANNER OF ELECTION

7.01 Manner of Election

The business and affairs of the Corporation shall be managed and directed by a Board of Directors, which shall be comprised of not fewer than three (3) nor more then (21) Directors. The duties of the Directors and the manner in which the Directors shall be elected shall be set forth in the bylaws.

ARTICLE VIII

AMENDMENTS

8.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE IX

ADDRESSES OF THE CORPORATION

9.01 Corporate Address

The physical address of the corporation is: 13913 Cherry Creek Drive, Tampa, Florida 33618

The mailing address of the corporation is: 13913 Cherry Creek Drive, Tampa, Florida 33618

ARTICLE X

THE REGISTERED AGENT

The registered agent of the corporation is **Robert Paterson** and the registered street address is 13913 Cherry Creek Drive, Tampa, Florida 33618

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 am familiar with and accept the obligation of my position as registered agent.

Dated December 9, 2019.

Registered Agent Robert Paterson per.

ARTICLE XI

THE INCORPORATOR

The incorporator of this corporation is Robert Paterson and the incorporator street address is 13913 Cherry Creek Drive, Tampa, Florida 33618

Dated December 9, 2019.

Incorporator Robert Paterson per.