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## FLORIDA PROFIT/NON PROFIT CORPORATION

Heart Like Harlie, Inc.

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
HEART LIKE HARLIE, INC.  
(a Florida Not for Profit Corporation)**

*Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned officer of this Florida nonprofit corporation adopts the following Articles of Incorporation.*

**ARTICLE I**

The name of this corporation is Heart Like Harlie, Inc., (hereinafter called the "Corporation").

**ARTICLE II**

The Corporation's principal office is located at: 5685 English Oaks Lane, Naples, Florida 34119.

The Corporation's mailing address is: 5685 English Oaks Lane, Naples, Florida 34119.

**ARTICLE III**

The period of the duration of the Corporation is perpetual unless dissolved according to Florida law.

**ARTICLE IV**

The Corporation is organized exclusively for charitable and educational purposes as described in Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code ("Code"), including, for such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3).

The mission of Heart Like Harlie is to raise money to help fund the purchase of emergency fire and medical boats in the Florida Keys.

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**ARTICLE V**

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a Corporation not for profit under Florida law.

**ARTICLE VI**

Management of the Corporation shall be vested in the Corporation's Executive Committee of the Board of Directors, the members of which shall be not less than three (3). The number and method of election and removal of the directors of the Corporation and members of its Executive Committee shall be as set forth in the Bylaws.

**ARTICLE VII**

The Initial Directors are as followed:

June Smith  
5685 English Oaks Lane  
Naples, Florida 34119

Amber Koch  
471 11<sup>th</sup> Street NW  
Naples, Florida 34120

April Bower  
200 Weber Boulevard N.  
Naples, Florida 34120

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**ARTICLE VIII**

The Corporation shall have no Members.

**ARTICLE IX**

Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed in accordance with a Plan of Dissolution to be adopted by the Executive Committee of the Board of Directors. The assets distributed under the Plan shall be distributed to one or more charitable and educational corporations within the meaning of Section 501(c)(3) of the Code engaged in similar activities as the Corporation or shall be distributed to the State of Florida or a political subdivision thereof for a public purpose which supports similar purposes as the Corporation. Any such assets not so disposed of shall be disposed of by a Florida court of competent jurisdiction of

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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.

#### ARTICLE X

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 or in opposition to any candidate for public office or engage in political activities of any kind, except as permitted by the provisions of Section 501(h) of the Code.

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or 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 Code, or (b) by a Corporation, contributions to which are deductible under Sections 170(c)(2), 2055, and 2522 of the Code.

In the event that the Corporation shall be considered to be a private foundation, as such term is defined in Section 509(a) of the Code, then in that event, the Corporation:

A. Shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code; and,

B. Shall not (i) engage in any act of self-dealing as defined in Section 4941(d) of the Code; (ii) retain any excess business holdings as defined in Section 4943(c) of the Code; (iii) make any investments in such manner as to subject it to tax under Section 4944 of the Code; or (iv) make any taxable expenditures as defined in Section 4945(d) of the Code.

#### ARTICLE XI

The Corporation's Bylaws may be amended, altered, restated or repeated and new Bylaws may be adopted only by two thirds (2/3rds) vote of the members of the executive Committee of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with federal or Florida law or these Articles of Incorporation.

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**ARTICLE XII**

These Articles of incorporation may be amended, altered and/or restated only by two thirds (2/3rds) vote of the members of the Executive Committee of the Board of Directors.

**ARTICLE XIII**

The street address of the Corporation's registered office in the State of Florida is 2150 Goodlette Road North, Sixth Floor, Naples, Florida 34102, and the name of its registered agent at such office is Wood and Carmichael, PLLC.

**ARTICLE XIV**

The name of the Incorporator is Kevin Carmichael with address at 2150 Goodlette Road North, Sixth Floor, Naples, Florida 34102.

**ARTICLE XV**

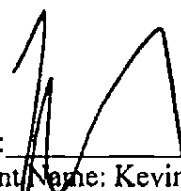
**ADOPTION OF ARTICLES**

These Articles of Incorporation of the Corporation were adopted by the unanimous vote of the Board of Directors of the Corporation as permitted by Florida law and the Corporation's bylaws on February 21, 2022.

The Corporation has no members. Therefore, no members were required to vote.

The date of adoption of these Articles of Incorporation is February 22, 2022.

**IN WITNESS WHEREOF**, the Incorporator submits this document and affirms that the facts stated herein are true. The Incorporator is 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.

By:   
Print Name: Kevin Carmichael  
Its: Incorporator

Date: February 22, 2022

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND  
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTIONS 48.091 and 607.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN  
THE STATE OF FLORIDA

The name of the Corporation is Heart Like Harlie, Inc.

The name and address of the registered agent of the Corporation is:

Wood and Carmichael, PLLC  
2150 Goodlette Road North, Sixth Floor  
Naples, Florida 34102

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above  
stated Corporation at the place designated in this certificate, I hereby accept the appointment as  
registered agent and agree to act in that capacity. I further agree to comply with the provisions of  
all statutes relating to the proper and complete performance of my duties, and I am familiar with  
and accept the obligations of my position as registered agent.

WOOD AND CARMICHAEL, PLLC

By: \_\_\_\_\_

Kevin Carmichael

Its: Authorized Member

Date: February 22, 2022

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