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# CAPITAL CONNECTION, INC.

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#### ARTICLES OF INCORPORATION

**OF** 

# THE BOB WAGLER PRISON MINISTRY, INC.

(A Florida Corporation Not-for-Profit)

The undersigned, for the purpose of forming a non-profit corporation under the Florida Not-for-Profit Corporation Act, Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

# ARTICLE ONE

NAME. The name of the corporation is THE BOB WAGLER PRISON MINISTRY, INC.

### ARTICLE TWO

NOT-FOR-PROFIT. The corporation is a corporation Not-for-Profit as defined in Florida Statutes §617.01401. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its members, directors or officers, except to the extent permissible under law.

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not to be permitted to be carried on by an organization exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

#### ARTICLE THREE

<u>DURATION</u>. The duration of the corporation is perpetual.

# **ARTICLE FOUR**

<u>PURPOSES</u>. The corporation is organized, and shall be operated exclusively for, the following purposes:

- A. The Bob Wagler Prison Ministry's mission is to minister to the inmates within the county and state prison systems in Florida.
- B. To exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations, within the restrictions of §501(c)(3) of the Internal Revenue Code, including, without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise, any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of any such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.
- C. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.
- D. Notwithstanding anything to the contrary herein, the purposes for which the corporation is organized are exclusively religious, charitable and educational within the meaning of §501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

#### ARTICLE FIVE

<u>LIMITATION</u>. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors or officers, but 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 Four (Purposes) hereof.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in §501(c)(3) or §170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusive public purposes.

#### **ARTICLE SIX**

MEMBERS. The corporation shall have no members. The Bylaws may provide for non-voting members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote.

#### ARTICLE SEVEN

PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND AGENT. The street address and mailing address of the principal office address is 5553 Sweetwater Oak Drive, Sarasota, Florida 34232 and initial registered office of the corporation is 2400 Manatee Avenue West, Bradenton, FL 34205, and the name of its initial registered agent at that address is W. SCOTT HAMILTON.

#### **ARTICLE EIGHT**

INITIAL BOARD OF DIRECTORS. The management of the corporation shall be vested in a Board of Directors. The number of directors constituting the initial Board of Directors is three (3). The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). A vacancy in the Board of Directors shall be filled in accordance with the By Laws and as may be further provided for in Florida Statutes §617.0809. The Bylaws may provide for ex officio and honorary directors, and their rights and privileges. The name and address of each initial director of the corporation is as follows:

NAME	<u>ADDRESS</u>
MIKE MAHONEY	5553 Sweetwater Oak Dr. Sarasota, FL 34232
W. SCOTT HAMILTON	2400 Manatee Ave. W. Bradenton, FL 34205
ANDREW WAGLER	12215 12th Ave. E. Bradenton, FL 34212

# ARTICLE NINE

INCORPORATORS. The name and address of each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
MIKE MAHONEY	5553 Sweetwater Oak Dr. Sarasota, FL 34232
W. SCOTT HAMILTON	2400 Manatee Ave. W. Bradenton, FL 34205
ANDREW WAGLER	12215 12 <sup>th</sup> Ave. E. Bradenton, FL 34212

# ARTICLE TEN

BYLAWS. The Bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors. The provisions of Florida Statutes §617.0206, as amended from time to time, shall govern the Bylaws.

# ARTICLE ELEVEN

AMENDMENT. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the members, directors and officers are subject to this reservation.

basis within the meaning of the Florida Not-for-Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the corporation.

# ARTICLE THIRTEEN

INDEMNIFICATION. The corporation shall have the power to indemnify each officer and director, including former officers and directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not-for-Profit Corporation Act.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 2 day of November 2024.

MIKE MAHONEY, Incorporator

W. SCOTT HAMILTON, Incorporator

STATE OF FLORIDA
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me by means of Liphysical presence or online notarization, this 21 day of Lovember, 2024, by MIKE MAHONEY, who is

personally known to me or who has produced/	El Driver's License as
JEN 8. MANNERBNG Notary Public State of Florida Commit HH498404 Expires 2/29/2028	Jen I Ma
My Commission Expires: 02/29/2028	Notaby 1 done
STATE OF FLORIDA COUNTY OF	
The foregoing instrument was acknowledged before online notarization, this day of is personally known to me or who has produced identification.	ore me by means of $\square$ physical presence or $\square$ , 2024, by W. SCOTT HAMILTON, who as
	Notary Public ,
My Commission Expires: STATE OF FLORIDA COUNTY OF	·T
The foregoing instrument was acknowledged befo online notarization, this day of personally known to me or who has produced identification.	re me by means of $\square$ physical presence or $\square$ , 2024, by ANDREW WAGLER, who is as
	Notary Public

My Commission Expires:

# ARTICLE TWELVE

NON-STOCK BASIS. The corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not-for-Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the corporation.

# ARTICLE THIRTEEN

INDEMNIFICATION. The corporation shall have the power to indemnify each officer and director, including former officers and directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not-for-Profit Corporation Act.

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online notarization, this day of personally known to me or who has produced identification.	i before me by means of □ physical presence or □, 2024, by MIKE MAHONEY, who is d as
My Commission Expires:	Notary Public
STATE OF FLORIDA COUNTY OF Manager	
online notarization, this 5 day of becem	the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by means of D physical presence or D the before me by the be
is personally known to me or who has production.  NICOLE THOMAS BRYDS MY COMMISSION # HH 350 EXPIRES: February 10, 20  My Commission Expires:  STATE OF FLORIDA  COUNTY OF	ON 1868

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# ARTICLE TWELVE

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#### ARTICLE THIRTEEN

<u>INDEMNIFICATION</u>. The corporation shall have the power to indemnify each officer and director, including former officers and directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not-for-Profit Corporation Act.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 13 day of November . 2024.

MIKE MAHONEY, Incorporator

W. SCOTT HAMILTON, Incorporator

ANDREW WAGLER, Incorporato

COUNTY OF		
	pefore me by means of physical presence or, 2024, by MIKE MAHONEY, who is as	
identification.		
	Notary Public	
My Commission Expires:		
STATE OF FLORIDA COUNTY OF		
	pefore me by means of □physical presence or □ , 2024, by W. SCOTT HAMILTON, while d as	ho
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online notarization, this day of is personally known to me or who has produce	d, 2024, by W. SCOTT HAMILTON, wild as	ho
online notarization, this day of is personally known to me or who has produce identification.  My Commission Expires:  STATE OF FLORIDA  COUNTY OF HAMATEE  The foregoing instrument was acknowledged by	d, 2024, by W. SCOTT HAMILTON, wild as	

CERTIFICATE OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 617, Florida Statutes, the following is submitted, in compliance with said

Λct:

1. The Principal Office of THE BOB WAGLER PRISON MINISTRY, INC., a

corporation duly organized and existing under the laws of the State of Florida is: 5553 Sweetwater

Oak Drive, Sarasota, Florida 34232.

2. The Registered Office of this corporation is: 2400 Manatee Avenue West, Bradenton.

FL 34205.

3. The Registered Agent of this corporation is: W. SCOTT HAMILTON.

Having been named a 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 this capacity.

I further agree to comply with the provisions of all statutes relative to the proper and

complete performance of my duties, and I am familiar with and accept the obligations of my

position as registered agent.

DATED: 12/5/24

W. SCOTT HAMILTON, Registered Agent

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