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ROBERT A. MEADE, JR., P. A.  
ATTORNEY AT LAW  
FILED

212 W. PALMETTO STREET  
WAUCHULA, FLORIDA 33873

96 JAN 3 AM 11:43  
POST OFFICE BOX 1284  
SE (813) 773-2200  
STATE  
TALLAHASSEE, FLORIDA

October 16, 1995

Secretary of State's Office  
Corporate Records Division  
Post Office Box 6327  
Tallahassee, FL 32314

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-10/20/95--01039--017  
\*\*\*122.50 \*\*\*122.50

RE: Recording of Incorporation

Dear Sir or Madam:

\$ Please find enclosed Articles of Incorporation for Heartland Charities. This document requires recording in your office. Also find an office account check in the amount of One Hundred, Twenty-Two Dollars and Fifty cents (\$122.50) for the costs of filing. Thank you for your assistance in this matter. If I can be of any assistance, please do not hesitate to contact our office.

Sincerely,

*Teresa G. Mills*

Teresa G. Mills,  
Office of Robert A. Meade, P.A.

file  
RAM/tlm

*Teresa Mills*  
RECEIVED BY PHONE TO  
DIRECT *Cedda per legal*  
*PK*

PH *11/1/95*

*W95-21210*

*10/20/95*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 24, 1995

ROBERT A. MEADE, JR., ESQ.  
212 W PALMETTO ST  
WAUCHULA, FL 33873

SUBJECT: HEARTLAND CHARITIES, INC.  
Ref. Number: W95000021210

We have received your document for HEARTLAND CHARITIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Non-Profit corporations do not have stock. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 795A00047809

**ROBERT A. MEADE, JR., P. A.  
ATTORNEY AT LAW**

211 W. PALMETTO STREET  
WAUCHULA, FLORIDA 33873

POST OFFICE BOX 1284  
(941) 773-2200  
FAX (941) 767-0115

December 26, 1995

Florida Department of State  
Sandra B. Mortham  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Heartland Charities, Inc.  
Reference #: W95000021210

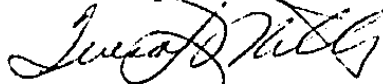
ATTN: Pamela Hall, Document Specialist

Dear Ms. Hall:

In response to your letter dated October 24, 1995, I believe I have made all the appropriate corrections to the document, Articles of Incorporation for Heartland Charities, Inc..

If there are any further corrections, please do not hesitate to contact me. Your assistance is greatly appreciated.

Sincerely,



Teresa L. Mills  
Secretary to Robert A. Meade

RAM/tlm

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Incorporation  
of Heartland Charities, Inc. a  
Florida Nonprofit Corporation

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is **HEARTLAND CHARITIES, INC..**

**ARTICLE II  
CORPORATE NATURE**

This is a nonprofit corporation, organized solely for general educational purposes pursuant to the Florida Corporations Not for Profit Law set forth under Chapter 617 Florida Statutes.

**ARTICLE III  
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV  
GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this corporation is formed are:

- A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- B. For the advancement and promotion of recreational activities for the young and the

elderly.

C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

## ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be three (3), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held on location on October 15th of each year at 5:30 p.m., or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if aa members of the Board shall individually or collectively, consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and

effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Langdon T. Carter	Post Office Box 171 Wauchula, Florida 33873
Bruce J. Gillespie	Route 1, Box 1-C Ona, Florida 33865
Harrison Clark	9655 N. W. 145th Avenue Morrison, Florida 32668

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Address</u>
President: Langdon T. Carter	Post Office Box 171 Wauchula, Florida 33873
Vice President: Bruce J. Gillespie	Route 1, Box 1-C Ona, Florida 33865
Secretary: Barbara Rivers	Post Office Box 713 Wauchula, Florida 33873

Assistant: Harrison Clark

9655 N.W. 145th Avenue  
Morrison, Florida 32668

ARTICLE VI  
EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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.

B. 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.

C. 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 1954 (or the corresponding provisions 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 1954 (or the corresponding provision of any future United States Internal Revue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**ARTICLE VII**  
**DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision of the payment of all 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 such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (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 a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE VIII**  
**MEMBERSHIP**

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

**ARTICLE IX**  
**SUBSCRIBERS**

The names and residence addresses of the Subscribers of this corporation are as follows:  
(Minimum of one is required)



<u>Name</u>	<u>Address</u>
Mason Quinn	8D1 East Main Street Wauchula, Florida 33873

**ARTICLE X**  
**AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

**ARTICLE XI**  
**DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to religious, educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual

**ARTICLE XII**  
**REGISTERED AGENT AND OFFICE**

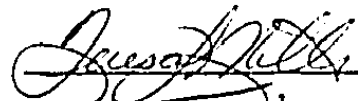
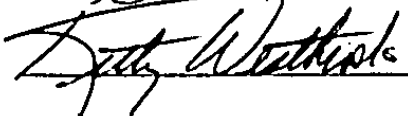
The address of the corporation's registered office shall be 319 S. 11 Ave, Wauchula, Florida, and the name of its registered agent at said address shall be Troy Carter. The principal address is P. O. Box 171, Wauchula, Florida 33873.

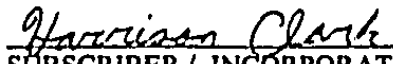

ARTICLE XIII  
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purposes of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 27<sup>th</sup> day of December, 1995.

WITNESSED BY:

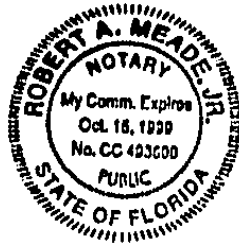
  
SUBSCRIBER / INCORPORATOR  
  
SUBSCRIBER / INCORPORATOR

\_\_\_\_\_  
SUBSCRIBER / INCORPORATOR

STATE OF FLORIDA  
COUNTY OF HARDEE

BEFORE ME, the undersigned authority, personally appeared, to me known to be the persons who executed the foregoing Articles of Incorporation and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27th day of  
December, 1995.



Robert A. Meade, Jr.  
Notary Public  
Robert A. Meade, Jr.

FILED

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**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

CLERK OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for HEARTLAND CHARITIES, INC., I  
HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes  
relative to the proper and complete performance of my duties.

DATED: 12-13-, 1995.

Troy Carter  
REGISTERED AGENT