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FIRST
CLASS

From: 1009 PM
Mercy Mission
3440 TRAIL DRIVE
N. Ft. Myers FL 33901

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| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

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ARTICLES OF INCORPORATION

OF

MERCY MISSION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned incorporators, whose mailing addresses appear beneath their respective names, have associated themselves for the purpose of forming a nonprofit corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is and shall be MERCY MISSION, INC.

ARTICLE II

The known place of business of the Corporation shall be as follows:

3440 Trail Dairy Circle
N. Ft. Myers, FL 33903

Said place of business shall be subject to change hereafter, either within or without the State of Florida, as the Board of Directors may from time to time determine.

Article III

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.

No part of the net earnings of the corporation 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 article three herein. No substantial part of the activities of the corporation shall be 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. 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, or the corresponding section of any future federal tax code (b) by a corporation, contributions to which are deductible under section 170 c two of the internal revenue code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets should be distributed for one or more exempt purposes within the meaning of section 501 c three of the internal revenue code, or the corresponding section at any future federal tax code, where shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

No substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation; nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE V

The corporation, while operating as a private foundation, shall not violate any of the following limitations, restrictions and prohibitions:

(a) The corporation shall distribute its income for each taxable 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 Internal Revenue Code of 1986 and its regulations as such Section and regulations now exist or may hereafter be amended, or under corresponding laws and regulations hereafter adopted;

(b) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 and its regulations as such Section and regulations now exist or may hereafter be amended, or under corresponding laws and regulations hereafter adopted;

(c) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 and its regulations as such Sections and regulations now exist or may hereafter be amended, or under corresponding laws and

regulations hereafter adopted;

(d) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 and its regulations as such Section and regulations now exist or may hereafter be amended, or under corresponding laws and regulations hereafter adopted;

(e) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 and its regulations as such Section and regulations now exist or may be hereafter be amended, or under corresponding laws and regulations hereafter adopted.

ARTICLE VI

The time for commencement of this corporation shall be the date of the filing of these Articles of Incorporation as required by law, and the term of its corporate existence shall be twenty-five (25) years thereafter, with privilege of renewal as provided by law.

ARTICLE VII

This corporation shall be a nonprofit corporation and shall have no stock, and no dividends or pecuniary profits shall be declared or paid to the directors hereof or to any other private individual. All the earnings and property of the corporation shall be used to further the purposes and objects of the corporation as set forth in ARTICLE III. Nothing contained herein, however, shall prohibit payments by the corporation to directors or members as reasonable compensation for services rendered to the corporation.

ARTICLE VIII

The directors, officers and members of the corporation shall not be individually liable for the corporation's debts or other liabilities. The private property of such individuals shall be exempt from any corporate debts or liabilities. A director of the corporation shall not be personally liable to the corporation or its members, if any, for monetary damages for breach of fiduciary duty as a director,, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its members, if any, (ii) for acts of misconduct or a knowing violation of law, (iii) under Section 10-1026 or Section 10-1097 of the Arizona Revised Statutes, or (iv) for any transaction from which the director derived any improper personal benefit. If the ^{Florida} ~~Arizona~~ Revised Statutes are hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the ^{Florida} ~~Arizona~~ Revised Statutes, as so amended. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE IX

The control and management of the affairs of the corporation shall be vested in a Board of Directors of not less than five (5),

Nor more than fifteen persons. The names of those selected to serve as directors, beginning with the incorporation of the corporation and until the second annual meeting of the corporation or until their successors shall be selected and qualify, are:

Chairperson and Spiritual Director: Anne Doherty

President: Anne Doherty

Secretaries: Joanne Rizzardi and Gertraude Hendrix

Treasurer: Jeanette Daniel

Coordinator: Pat Balint and Joan Chapman

The above directors were elected at a meeting held in Ft. Myers, FL on the 15th Day of May, 1999.

The Bylaws of the corporation shall prescribe the terms of office and manner of election of directors.

ARTICLE X

The Board of Directors shall have the power to provide in the Bylaws whether the corporation shall have membership or not. If a membership is so provided for, the qualifications of the members, their manner of selection, any classes of membership and the rights, duties and voting privileges of members shall be established in the Bylaws of the corporation.

ARTICLE XI

No person shall possess any property right in or to the property or assets of the corporation. Upon dissolution of this corporation as provided in the Bylaws, all assets remaining after

payment of any outstanding liabilities shall be distributed exclusively to charitable, religious, educational or scientific organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as such Section and regulations now exist or may hereafter be amended, or under corresponding laws and regulations hereafter adopted and which organizations have purposes and objects similar to those of the corporation, all determined in accordance with the Bylaws.

ARTICLE XII

These Articles of Incorporation may be amended as provided in the Articles of Incorporation.

ARTICLE XIII

The highest amount of indebtedness or liability, direct or contingent, to which this corporation may be subject at any one time shall be twenty-five-thousand dollars (\$25,000.00) or such additional amount or amounts as may be authorized by three-fourths (3/4) of the votes cast with respect thereto at a lawfully held meeting of the directors of the corporation provided that, in no event, shall that amount exceed any limit provided by law.

ARTICLE XIV

The corporation hereby appoints Anne Doherty, 3440 Trail Dairy Circle, N. Ft. Myers, FL 33903 as its initial agent of record. All notices and processes, may be served upon this agent and, when so served, shall be lawful, personal service upon this corporation. The Board of Directors may, at any time, appoint another agent for such purpose, and filing of such appointment shall revoke this or any other previous appointment of such agent.

IN WITNESS WHEREOF, we, the undersigned incorporators, have whereunto signed our names this 15th Day of May, 1999.

Anne Doherty
Anne Doherty, Director

Joanne Rizzardi, Secretary

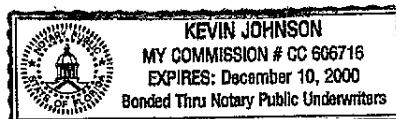
STATE OF FLORIDA
County of Lee

On the 19 day of May, 1999 before me, the undersigned notary public, personally appeared Anne Doherty and Joanne Rizzardi, shown to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Kevin Johnson for Anne Doherty
Notary Public

My Commission Expires:



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