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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Atlantic-Midwest Province of the School Sisters of Notre Dame, Inc.
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Sister Virginia Muller
(Name of Person)

Atlantic-Midwest Province of the School Sisters of Notre Dame, Inc.
(Firm/Company)

6401 N. Charles Street
(Address)

Baltimore, MD 21212-1016
(City/State and Zip Code)

For further information concerning this matter, please call:

Christhy Vidal at (202) 887-4102
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

AKIN GUMP
STRAUSS HAUER & FELD LLP

Attorneys at Law

December 22, 2005

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To whom it may concern,

For any additional processing information or inquiries, please contact:

Christhy Vidal, Esq.,
Akin Gump Strauss Hauer & Feld LLP
1333 New Hampshire Avenue, NW
Washington, DC 20036-1564

Tel:202.887.4102

Thank you,



Christhy Vidal

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. Atlantic-Midwest Province of the School Sisters of Notre Dame, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Maryland 3. 20-3875448
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 30, 2005 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 6401 N. Charles Street, Baltimore, MD 21212-1016
(Principal office address)

6401 N. Charles Street, Baltimore, MD 21212-1016
(Current mailing address)

8. See attached.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

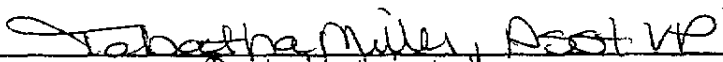
Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip Code)

10. Registered Agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.


(Registered Agent's signature)

11. Attached is a Certificate of Existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE, FLORIDA

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Director:

Chairman: Sister Mary Maher

Address: 6401 N. Charles Street

Baltimore, MD 21212-1016

Director:

~~Vice Chairman:~~ Sister Kathleen Cornell

Address: 6401 N. Charles Street

Baltimore, MD 21212-1016

Director: Sister Margaret Anne Juskelis

Address: 6401 N. Charles Street

Baltimore, MD 21212-1016

Director: _____

Address: _____

B. OFFICERS

President: Sister Mary Maher

Address: 6401 N. Charles Street

Baltimore, MD 21212-1016

Vice President: _____

Address: _____

Secretary: Sister Kathleen Cornell

Address: 6401 N. Charles Street, Baltimore, MD 21212-1016

Treasurer: Sister Virginia Muller

Address: 6401 N. Charles Street, Baltimore, MD 21212-1016

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Sister Mary Maher*

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Sister Mary Maher, President

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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Application by Foreign Not for Profit Corporation for Authorization
to Conduct Its Affairs in Florida – ATTACHMENT
Atlantic-Midwest Province of the School Sisters of Notre Dame, Inc.
Federal EIN: 20-3875448

Item 8. Purposes of Corporation Authorized in Home State to Be Carried Out in Florida

The Atlantic-Midwest Province of the School Sisters of Notre Dame, Inc. (the “Corporation”) will be the administrative arm of the Atlantic-Midwest Province of the School Sisters of Notre Dame (the “Province”). The Province is a province of a women’s religious order—the School Sisters of Notre Dame—and an integrated auxiliary of the Roman Catholic Church in the United States. At various times, members of the Province will be assigned to perform work on behalf of the Province in Florida, and the Corporation will provide administrative and management services in support of such work.

The Articles of Incorporation provide that the Corporation is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended, or the corresponding provision of any subsequent Federal tax law. The specific purposes for which the Corporation is formed are: (a) the performance of religious, benevolent, charitable, and educational activities in accordance with the teaching, history, and traditions of the Roman Catholic Church and the Congregation of the School Sisters of Notre Dame; and (b) to engage in any other lawful act or activity for which corporations may be organized under the Maryland General Corporation Law (the “Act”), and by virtue of such statement all lawful acts and activities shall be within the purposes of the Corporation, except for express limitations, if any, contained in these Articles of Incorporation, and subject to the principals, tenants, and Canon Law of the Roman Catholic Church and the Constitution of the School Sisters of Notre Dame. In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated in Section 2-103 of the Act, as now in effect or as may hereafter be amended, together with the power to solicit, receive, and administer contributions for such purposes.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ATLANTIC-MIDWEST PROVINCE OF THE SCHOOL SISTERS OF NOTRE DAME, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS DECEMBER 21, 2005.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097