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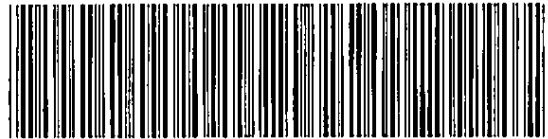
(Business Entity Name)

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TALLAHASSEE, FL
FEB 5 2024 AM 8:40

R. HUNT
02/05/24

COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: St. Nicholas Melkate Catholic Church, Inc.
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☒ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☐ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: Mabel M. Diamond
Name (Printed or typed)

Murtha Cullina LLP, 280 Trumbull St
Address

Hartford, CT 06103
City, State & Zip

860-240-6060
Daytime Telephone number

mdiamond@murthala.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document.

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <u>X</u> Change	<u>P D</u>	<u>Rev. Gabriel Ghanoum</u>	<u>859 JEFFREY STREET</u>
<u> </u> Add			<u>BOCA RATON, FL 33748</u>
<u> </u> Remove			
2) <u>X</u> Change	<u>V D</u>	<u>RT REV PHILLIP RACZKA</u>	<u>7 VFW PARKWAY</u>
<u> </u> Add			<u>WEST ROXBURY, MA 02132</u>
<u> </u> Remove			
3) <u> </u> Change	<u> </u>	<u> </u>	<u> </u>
<u> </u> Add			
<u> </u> Remove			
4) <u> </u> Change	<u> </u>	<u> </u>	<u> </u>
<u> </u> Add			
<u> </u> Remove			
5) <u> </u> Change	<u> </u>	<u> </u>	<u> </u>
<u> </u> Add			
<u> </u> Remove			
6) <u> </u> Change	<u> </u>	<u> </u>	<u> </u>
<u> </u> Add			
<u> </u> Remove			

FILED
MAR 23 2015
AM 8:40
CLERK OF STATE
TALLAHASSEE, FL

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: _____

Address: _____

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s) (CHECK ONE)

☐ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was _____, and the votes cast were sufficient for approval

☒ These restated articles of incorporation were adopted by the board of directors.

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2020-07-05 AM 8:40
CLERK OF STATE
TALLAHASSEE, FL

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____, (OPTIONAL)

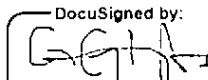
(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

I submit this document and affirm that the facts stated herein are true. I am aware that the 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.

Dated: 12/8/23

DocuSigned by:



Signature: _____

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

Rev. Gabriel Ghanoum

(Typed or printed name of person signing)

Director and President

(Title of person signing)

FILED
2023-12-08 AM 8:41
CLERK OF STATE
TALLAHASSEE, FL

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

ST. NICHOLAS MELKITE CATHOLIC CHURCH, INC.

2016 FEB -5 AM 8:41
CLERK OF STATE
TALLAHASSEE, FL

ARTICLE I. Name. The name of the corporation is ST. NICHOLAS MELKITE CATHOLIC CHURCH, INC. (the "Corporation").

ARTICLE II. Purpose and Character of Affairs. The Corporation is organized and shall be operated exclusively for charitable, educational, religious and literary purposes within the meaning of I.R.C. Section 501(c)(3). These purposes shall include, but are not limited to, operating as a parish (or mission) of the Melkite Catholic Church of the Eparchy of Newton for the Melkites in the United States of America, managing the temporal affairs of the parish (or mission), and serving the spiritual and temporal needs of people in strict conformity with and subject to the laws and disciplines of the Melkite Catholic Church, including all applicable provisions of the Particular Law of the Eparchy of Newton and the Melkite Greek Catholic Church, Code of Canons of the Eastern Churches of the Catholic Church, and any binding norms of the United States Conference of Catholic Bishops. The Corporation may carry out its purposes directly or by making gifts, grants or other payments to other qualified organizations. As used herein, the term "I.R.C." means the Internal Revenue Code and references to provisions thereof are to such provisions as they are from time to time amended and to corresponding provisions of any future United States Internal Revenue Law. Except as otherwise provided herein, the Corporation also may transact any and all lawful business for which it has been organized under the laws of this State, as amended from time to time (the "Laws"), in furtherance of its exempt purposes.

ARTICLE III. Activities and Restrictions.

Section 1. No dividends, liquidating dividends, or distributions shall be declared or paid by the Corporation to any private individual including any parishioner, officer or director of the Corporation.

Section 2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, unless by appropriate election a greater part is permitted without jeopardizing the Corporation's exemption under I.R.C. Section 501(c)(3). The Corporation shall neither participate in, nor intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office, including the publishing or distribution of any statements.

Section 3. No part of the net earnings or net income of the Corporation shall inure to the benefit of any private individual including any parishioner, officer or director of the Corporation; provided, however, that such a person may receive reasonable compensation for personal services rendered, or reimbursement for reasonable expenses incurred, which are necessary to carrying out the exempt purposes of the Corporation.

Section 4. Notwithstanding any other provision herein, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under I.R.C. Section 501(c)(3), or by a Corporation, contributions to which are deductible under I.R.C. Section 170(c)(2).

ARTICLE IV. Members. The Corporation shall have no members.

ARTICLE V. Board of Directors. The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the Laws. The terms of office, qualifications, method of election, and voting rights of the directors shall be as specified in the Bylaws.

ARTICLE VI. Amendment. This organizational document may be amended by the directors of the corporation by vote of two thirds of the number of those directors in office at the time that the amendment is adopted who have the authority under the bylaws to vote, provided that the Eparchial Bishop of the Eparchy of Newton is among the majority and that no amendment shall substantially change the original purposes of the Corporation.

ARTICLE VII. Indemnification. The Corporation shall, to the fullest extent permitted or required by law, indemnify its Directors and officers against any and all liabilities, and advance any and all reasonable expenses incurred thereby in any proceeding to which any Director or officer is a party because such Director or officer is a Director or officer of the Corporation. The Corporation shall also indemnify its employees and authorized agents, acting within the scope of their duties as such, to the extent required by law and may indemnify such employees and authorized agents to the fullest extent permitted or required by law. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any matter giving rise to indemnification and advancement of expenses occurring prior to such repeal, amendment or modification.

ARTICLE VIII. Limitation on Director Liability. The personal liability of a director to the Corporation for monetary damage for any action or failure to take any action as director shall be limited to the fullest extent permitted by the Laws as the same exists or may be hereafter amended. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or failure to take any action as a director occurring prior to such repeal, amendment or modification.

ARTICLE IX. Dissolution. In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively to The Diocese of Newton for the Melkites in the United States of America, Inc., a non-profit corporation organized under the laws of the State of Massachusetts, or to its successor, provided such organization at the time of distribution is recognized as tax exempt under I.R.C. Section 501(c)(3), and further provided, however, that if at the time of dissolution the Eparchy of Newton has been divided into two or more eparchies or dioceses of the Catholic Church, the distribution shall be made to the organization recognized as tax exempt under I.R.C. Section 501(c)(3) through which the eparchy or diocese, within whose territory the Corporation maintains its principal place of business,

conducts its civil affairs. Any such distribution shall conform with the disciplines, doctrines, and teachings of the Catholic Church, including the Particular Law of the Eparchy of Newton and the Melkite Greek Catholic Church, the Code of Canons of the Eastern Churches and other relevant provisions of Eastern Canon Law.

ARTICLE X. Nondiscrimination. The Corporation has a racially nondiscriminatory policy and does not discriminate on the basis of race, color or national or ethnic origin.

ARTICLE XI. Voting Directors. The names and addresses of the voting directors are:

Rt. Rev. Gabriel Ghanoum
859 Jeffrey Street
Boca Raton, Florida 33748

Most Rev. François Beyrouth
3 VFW Parkway
West Roxbury, Massachusetts 02132

Rt. Rev. Philip Raczka
7 VFW Parkway
West Roxbury, Massachusetts 02132

ED
2017-03-05 AM 8:41
CLERK OF STATE
TAMMISSE, FL

ARTICLE XII. Principal Office and Statutory Agent.

Section 1. The mailing and street address of the principal office of the Corporation is: 5715 Lake Ida Rd, Delray Beach, FL 33484.

Section 2. The name and street address of the statutory agent of the Corporation is:

Ged Lawyers LLP
7171 North Federal Highway
Boca Raton, FL 33487

DATED: _____