N11228

CAPITAL CONNECTION, INC.
417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME
FIRM
ADDRESS

PHONE ( )

Service: Top Priority ______ One Day Service   Regular ______ Two Day Service

To us via ______ Return via ______

Matter No.: ______ Express Mail No. ______

State Fee $ ______ Our $ ______

AM + Res
12/23

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	12/23		
TIME			CK No.
BY			

WALK-IN
Will Pick Up 9:00

11-2326-7 PONDER'S INC., THOMASVILLE, GA.

RE: Holy Cross Academy, Inc.

	C.C. FEE	DISBURSED
Capital Express		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
✓ ( ) Cert. Copy(s)		
✓ Art. of Amend. File		
Dissolution/Withdrawal		
C U S- 4		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
___ File No.'s, ___ Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		
SUBTOTALS		

000002035804--6
-12/23/96--01013--005
*****87.50 *****87.50

FILED
96 DEC 23 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEE	
DISBURSED	
SURCHARGE	
TAX on corporate supplies	$
SUBTOTAL	$
PREPAID	$
BALANCE DUE	$
	$

RECEIVED
96 DEC 23 AM 9:16
DIVISION OF CORPORATIONS

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

RESTATED AND AMENDED
ARTICLES OF INCORPORATION OF
HOLY CROSS ACADEMY, INC.
(A Florida Corporation Not For Profit)

FILED
96 DEC 23 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO the provisions of Chapter 617.1006 and Chapter 617.1007, Florida Statutes, the Articles of Incorporation of the above-named corporation are hereby restated in their entirety as follows:

ARTICLE I

General

A. The name of the corporation is HOLY CROSS ACADEMY, INC.

B. The corporation shall exist perpetually subject to those conditions set forth in the Bylaws.

C. The principal office of the corporation shall be located at 12425 Sunset Drive, Miami, Florida.

ARTICLE II

Purpose

The purpose of this corporation shall be to operate an independent, self-governing preparatory school in the educational tradition of the Catholic faith, which school shall not be under the jurisdiction or control of the hierarchy of any church.

ARTICLE III

Powers

The corporation is empowered:

A. To exercise any and all powers granted to non-profit corporations by the laws of the State of Florida.

B. To do and perform any and all acts reasonably necessary to accomplish the purposes of the corporation.

C. No part of the income of this corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 of the corporation. 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. The corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax purposes or (ii) by a corporation, contributions to which are deductible.

D. Upon dissolution of the corporation, the Board of trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, distribute all of the assets of the corporation exclusively to organizations qualified as charitable organizations under Section 501(c)(3) of the Internal Revenue Code and the regulations promulgated thereunder, as the same may hereafter be amended.

ARTICLE IV

Membership and Management

A. Any person approved by the President of the corporation shall be eligible for membership in the corporation subject to the terms and conditions of the Bylaws.

B. The affairs of the corporation shall be managed by its Board of Trustees. The Chief Executive officer of the corporation shall be its President, who shall also be Chairman of the Board of Trustees and whose term of office shall be his lifetime. The President shall be elected by the Board of Trustees

C. The President of the corporation shall also be the Chancellor-Headmaster of the school with full power and responsibility to govern the school in accordance with the purposes of this corporation.

D. The Board of Trustees shall elect one of their members or another qualified individual to serve as President-elect, to become the President upon the death, permanent incapacity or voluntary retirement of the President. Should both the President and President-elect die before successors have been named, the Board of Trustees shall elect a President and a President-elect by a simple majority vote.

E. In the event of the complete mental or continuous physical incapacity of the President to administer the corporation, as certified by the personal physician designated by the President, the President-elect is fully empowered to govern the affairs of the corporation until the President's recovery. The President-elect's title during this period shall be Pro Chancellor-Headmaster.

ARTICLE V

Registered Agent

The name and address of the initial registered agent of the corporation is: Frank G. Wendt, 12425 Sunset Drive, Miami, Florida 33183.

ARTICLE VI

Board of Trustees

The names and addresses of the three (3) persons constituting the first Board of Trustees and officers of the corporation were:

Frank G. Wendt President, Director	12425 Sunset Drive Miami, Florida
James A. Gibault Secretary/Treasurer, Director	12425 Sunset Drive Miami, Florida
Peter D. Lickman Director/Vice President	1475 N.E. 199 Street Miami, Florida

Additional members of the Board of Trustees shall be selected in the manner and hold office for such terms as the Bylaws provide.

ARTICLE VII

Bylaws

The Bylaws of the corporation shall be made, altered or rescinded as necessary and required from time to time by a two-thirds vote of the Board of Trustees present at any regular or special meeting of the Trustees called for that purpose.

ARTICLE VIII

Amendments to Articles

These Articles of Incorporation may be amended, modified or repealed in whole or in part, by a two-thirds vote of the Board of Trustees at any regular or special meeting of the Board of Trustees called for that purpose.

The above amendments were proposed by and approved by the Trustees on December 19, 1996. There were no members entitled to vote thereon.

DATED this 19 day of December, 1996.

HOLY CROSS ACADEMY, INC.

By: F. G. Wendt
Frank G. Wendt, President

Attest: James A. Gibault
James A. Gibault, Secretary

STATE OF FLORIDA)
) :ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 19 day of December, 1996 by the Frank G. Wendt, as President, and James A. Gibault, as Secretary, of HOLY CROSS ACADEMY, INC., a Florida corporation not for profit, on behalf of the corporation, ☒ who are personally known to me or ☐ who have produced N/A as identification.

Joseph Blonsky
MY COMMISSION # CC504189 EXPIRES
November 17, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public, STATE OF FLORIDA

Print Name: JOSEPH BLONSKY

My Commission Expires:

Having been named in these Articles of Incorporation to accept service of process for the within stated Corporation, at the place designated therein, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statues relative to the proper and complete performance of my duties.

DATED this 19 day of December, 1996.

Registered Agent

(dkt)W:\7221\001\ARTINC69.JB(12/19/96-16:43)

FILE NOW: FILING FEE IS $61.25

NONPROFIT CORPORATION ANNUAL REPORT 1996

FLORIDA DEPARTMENT OF STATE

DIVISION OF CORPORATIONS

AMENDED '96 AR

APPROVED AND FILED

96 DEC 19 PM 3:10

SECRETARY OF STATE TALLAHASSEE, FLORIDA

DOCUMENT # N12254 (1)

1. Corporation Name

SUN CITY CENTER ROTARY CLUB FOUNDATION, INC.

Principal Place of Business: C/O 1509 SUN CITY CENTER PLAZA #B SUN CITY CENTER FL 33573

Mailing Address: C/O 1509 SUN CITY CENTER PLAZA #B SUN CITY CENTER FL 33573

3. Date Incorporated or Qualified: 11/21/1985

3a. Date of Last Report: 03/30/1995

2. Principal Place of Business — 21 — Suite, Apt. #, etc. 22 — City & State 23 — Zip 24 — Country 25

2a. Mailing Address — 26 — Suite, Apt. #, etc. 27 — City & State 28 — Zip 29 — Country 30

4. FEI Number: 59-2737622 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ $5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☐ No

9. Name and Address of Current Registered Agent

LINSKY, DONALD B
1509 SUN CITY CENTER PLAZA
SUITE B
SUN CITY CENTER FL 33573

10. Name and Address of New Registered Agent

81 Name: Roderick P. Grant, Sec.

82 Street Address (P.O. Box Number is Not Acceptable): Sun City Center Rotary Club Found.

83 ~~P.O. Box 5382~~ 708 Elkhorn Rd

84 City: Sun City Center FL 85 Zip Code: 33573

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of Section 617.0503, Florida Statutes.

SIGNATURE: Roderick P. Grant — Roderick P. Grant, Secretary — 11/21/96

Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	☒ DELETE	1.1 TITLE	Pres. ☒ Change ☐ Addition
NAME	NORLING, AXEL		1.2 NAME	Sam Cook
STREET ADDRESS	1509 SUN CITY CENTER PLAZA		1.3 STREET ADDRESS	~~P.O. Box 5125~~ 1601 U.S. Highway 41, South
CITY-ST-ZIP	SUN CITY CENTER FL		1.4 CITY-ST-ZIP	~~Sun City Center, FL 33573~~ Ruskin
TITLE	VD	☒ DELETE	2.1 TITLE	Vice Pres. ☒ Change ☐ Addition
NAME	THOMAS, SHIRLEY		2.2 NAME	James Kelly
STREET ADDRESS	1509 SUN CITY CENTER PLAZA		2.3 STREET ADDRESS	4008 Belle Grande
CITY-ST-ZIP	SUN CITY CENTER FL		2.4 CITY-ST-ZIP	~~Valrico, FL 33584~~
TITLE	SD	☒ DELETE	3.1 TITLE	Treas. ☒ Change ☐ Addition
NAME	DUNLAP, PATRICIA		3.2 NAME	John Cregier
STREET ADDRESS	1509 SUN CITY CENTER PLZ		3.3 STREET ADDRESS	902 N. Pebble Beach Blvd.
CITY-ST-ZIP	SUN CITY CENTER FL		3.4 CITY-ST-ZIP	Sun City Center, FL 33573
TITLE	VD	☒ DELETE	4.1 TITLE	☐ Change ☐ Addition
NAME	NYMARK, DENNIS		4.2 NAME	000002036880--9
STREET ADDRESS	1509 SUN CITY CENTER PLZ		4.3 STREET ADDRESS	-12/24/96--01083--001
CITY-ST-ZIP	SUN CITY CENTER FL		4.4 CITY-ST-ZIP	*****61.25 *****61.25
TITLE	TD	☒ DELETE	5.1 TITLE	Sec. ☒ Change ☐ Addition
NAME	LOY, MURRELL J.		5.2 NAME	Roderick P. Grant
STREET ADDRESS	1509 SUN CITY CENTER PLZ		5.3 STREET ADDRESS	708 Elkhorn Rd.
CITY-ST-ZIP	SUN CITY CENTER FL		5.4 CITY-ST-ZIP	~~Sun City Center, FL 33573~~
TITLE	D	☒ DELETE	6.1 TITLE	Director ☒ Change ☐ Addition
NAME	SIMPSON, ROBERT S.		6.2 NAME	Lynn Olsen
STREET ADDRESS	1509 SUN CITY CENTER PLA		6.3 STREET ADDRESS	1010 American Eagle Blvd.
CITY-ST-ZIP	SUN CITY CENTER FL		6.4 CITY-ST-ZIP	Sun City Center, FL 33573

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Sam Cook — 11-21-96 — 634-1364

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: Sam Cook — Date — Daytime Phone #

A. Alan 12/19/96

0054424