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COR AMND/RESTATE/CORRECT OR O/D RESIGN
OUR LADY OF LEBANON CATHOLIC CHURCH, INC.

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION

of

OUR LADY OF LEBANON CATHOLIC CHURCH, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

(Name of corporation as currently filed with the Florida Department of State)

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida not for profit corporation adopts the following amended and restated Articles of Incorporation of the Corporation:

ARTICLE I
NAME

The name of the corporation is **Our Lady of Lebanon Maronite Catholic Church, Inc.** (herein referred to as "the Corporation") and has its principle place of business at 2055 Coral Way, Miami, FL 33145.

ARTICLE II
TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III
COMMENCEMENT OF EXISTENCE

The Corporation commenced its existence on the 15th of April 2010.

ARTICLE IV
RESERVATION OF POWERS TO THE MEMBER

The Corporation is an apostolate of the Catholic Church and as such the *Code of Canons of the Eastern Churches of the Catholic Church* requires that certain rights are to be reserved to the Member. Therefore, the following rights are specifically reserved to the Member:

- A. The operating philosophy of the Corporation shall be approved by the Member;
- B. Corporate property may not be leased, sold, or encumbered without the express written approval of the Member;
- C. The Corporation may not be merged or dissolved without the express written approval of the Member; and
- D. Any additional rights as provided for in the Bylaws.

ARTICLE V
PURPOSES

The Corporation is organized as a not for profit organization exclusively for religious purposes. The specific purposes of the Corporation are:

- A. To establish, receive, and maintain a fund or funds for the operational support of the Corporation: to that end, to take and receive by gift, grant, bequest, devise, or otherwise any and all property for any sort or nature, without limitation as to the amount or value, and to manage, administer, invest, reinvest, and dispose of the same: to administer endowment funds; from time to time pay and apply the funds and

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property of the Corporation, including the principal as well as income thereof, for the exclusive support of the Corporation.

- B. Subject to the limitations and conditions contained in any gift, devise, or bequest, to invest its funds in such mortgages, bonds, debentures, shares of preferred and common stock, and other securities and property as its directors shall deem advisable, and to that end to purchase, sell, mortgage, lease, pledge, encumber, assign, and transfer same.
- C. To the extent permitted by law, to do everything necessary and proper for carrying out the foregoing purposes.

ARTICLE VI
QUALIFICATIONS OF THE MEMBER

The Member of the Corporation shall be the Most Reverend Gregory J. Mansour, S.T.L. as Bishop of the Eparchy of Saint Maron of Brooklyn, and his successors in office.

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator to the original Articles of Incorporation is:

The Reverend Elie Mikhael
2055 Coral Way
Miami, FL 33145

ARTICLE VIII
OFFICERS

Section 1. The Officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary, a Treasurer/Finance Chair, any additional Assistant Secretaries or Treasurers, and such other Officers as may be provided in the Bylaws. A person may hold more than one office at one time.

Section 2. The names of the persons who serve as Officers of the Corporation are:

| <u>NAME</u> | <u>OFFICE</u> |
|--|--------------------------|
| The Most Reverend Gregory J. Mansour, S.T.L. | President |
| Chorbishop Michael G. Thomas, J.C.D. | Vice President/Secretary |
| The Reverend Bassam Saade, D. Min. | Treasurer |

Section 3. The Officers of the Corporation shall serve ex officio with the Bishop of the Eparchy of Saint Maron of Brooklyn serving as President; the Vicar General of the Eparchy of Saint Maron of Brooklyn serving as Vice President/Secretary; and the Pastor/Administrator of the Corporation serving as Treasurer. All Officers are appointed by the Member.

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ARTICLE IX
BOARD OF DIRECTORS

The business affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors shall have three (3) Directors. The number of Directors may be increased or decreased from time to time, in accordance with the Bylaws as adopted by the Member, but shall never be less than three (3). The Member of the Corporation shall appoint the Directors. The Member may remove any and all of the Directors from the Board with or without cause and at any such time as he may determine in his sole discretion.

The names and addresses of the persons who serve as the current Directors are:

The Most Reverend Gregory J. Mansour, S.T.L.
Eparchy of Saint Maron of Brooklyn
109 Remsen Street
Brooklyn, NY 11201

Chorbishop Michael G. Thomas, J.C.D.
Eparchy of Saint Maron of Brooklyn
109 Remsen Street
Brooklyn, NY 11201

The Reverend Bassam Saade, D.Min.
Our Lady of Lebanon Maronite Catholic Church, Inc.
2055 Coral Way
Miami, FL 33145

ARTICLE X
BYLAWS

The Member shall adopt Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as deemed necessary.

The Bylaws may be changed, amended, rescinded, or annulled by the Member at any regular meeting or special meeting called for that purpose.

ARTICLE XI
AMENDMENTS

The Articles of Incorporation may be amended by the Member of the Corporation at any regular meeting or special meeting called for that purpose.

ARTICLE XII
CONDUCT OF AFFAIRS

The business and affairs the Corporation shall be conducted in a manner consistent with the *Code of Canons of the Eastern Churches of the Catholic Church*, the religious directives of the Eparchy of Saint Maron of Brooklyn, all applicable directives of the teaching of the Catholic Church, and the provisions of these Articles of Incorporation and the Bylaws of the Corporation.

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ARTICLE XIII
LIMITATIONS ON ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Member, 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 or influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of any candidate or public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Code), or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

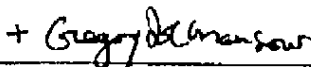
ARTICLE XIV
DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm, or corporation shall ever receive any dividends or profits from the undertaking of the Corporation, and upon dissolution of the Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations selected by the Bishop of the Eparchy of Saint Maron of Brooklyn and which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code. None of the assets will be distributed to any employee, Officer, or Director of the Corporation, provided, however, that the Corporation may confer benefits in the form of distributions, in dissolution or others, upon a not for profit corporate member described in Section 501(c)(3) of the Code.

ARTICLE XV
REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 2055 Coral Way, Miami, FL 33145, and the name of the Registered Agent of the Corporation at the address is The Reverend Bassam Saade, Pastor/Administrator.

IN WITNESS WHEREOF, I, the undersigned subscribing Member have hereunto set my hand and seal this the 1st day of July 2021, for the purpose of Amending the Articles of Incorporation for the Corporation under the laws of the State of Florida.

+ 

The Most Reverend Gregory J. Mansour, S.T.L.
Bishop of the Eparchy of Saint Maron of Brooklyn

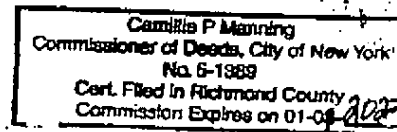
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STATE OF NEW YORK)
)
COUNTY OF RICHMOND) ss:

The foregoing instrument was acknowledged before me on this 1st day of July 2021 by the Most Reverend Gregory J. Mansour, S.T.L., as Bishop of the Eparchy of Saint Maron of Brooklyn, and his successors in office, on behalf of the Corporation. He is personally known to me.

Camilis P Manning

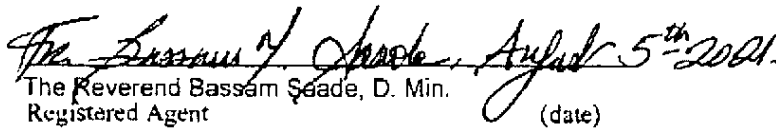
NOTARY PUBLIC- STATE OF NEW YORK
Print, type, or stamp Notary Commissioned Name



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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for Our Lady of Lebanon Maronite Catholic Church, a Florida not for profit corporation (the "Corporation"), located at 2055 Coral Way, Miami, FL 33145, I hereby agree to act in this capacity. I am familiar with and accept the obligations of this office. I further agree to comply with all statutes as may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.


The Reverend Bassam Seade, D. Min.
Registered Agent (date)

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The date of each amendment(s) adoption: July 1, 2021

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated July 1, 2021

Signature [Signature]
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Chorbishop Michael C. Thomas
(Typed or printed name of person signing)

Vice President / Secretary
(Title of person signing)

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