

71200

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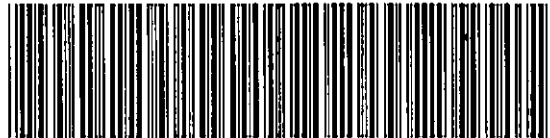
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JUN 15 2018

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STATE  
TALLAHASSEE FLORIDA

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: CHAMINADE-MADONNA COLLEGE PREPARATORY, INC.

DOCUMENT NUMBER: 712200

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MARTHA M. WELCH

Name of Contact Person

COOLIDGE WALL CO., LPA

Firm/ Company

33 W FIRST STREET, SUITE 600

Address

DAYTON, OH 45402

City/ State and Zip Code

WELCH@COOL.LAW.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MARTHA M. WELCH

Name of Contact Person

at ( 937 ) 449-5787

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



# COOLIDGE WALL

*A Legal Professional Association*

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June 12, 2018

**VIA OVERNIGHT DELIVERY SERVICE**  
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Florida Department of State  
Amendment Section, Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Chaminade-Madonna College Preparatory, Inc., a Florida corporation

Dear Sir/Madam:

Enclosed for filing on behalf of the above-referenced corporation are:

- form Cover Letter;
- an original and one copy of Amended and Restated Articles of Incorporation; and
- our firm check in the amount of \$35 to cover the filing fee.

Please file the enclosed document and return a date-stamped copy to me in the enclosed stamped, self-addressed envelope. Thank you for your assistance. Please contact me if you have any questions.

Very truly yours,

Martha M. Welch  
Senior Corporate Paralegal

MMW/cml  
Enclosures

cc: Merle F. Wilberding, Esq. w/o Enclosures

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**AMENDED & RESTATED ARTICLES OF INCORPORATION  
OF CHAMINADE-MADONNA COLLEGE PREPARATORY, INC.** STATE  
(a Florida Non-for-Profit Corporation) FLORIDA

Document 712200

Pursuant to section 617.1007, of the Florida Statutes, Chaminade-Madonna College Preparatory, Inc. ("Corporation") adopts the following Amended & Restated Articles of Incorporation which restatement contains amendments requiring the approval of the members. A statement as required by section 617.1006, Florida Statutes, is attached:

**ARTICLE I**  
Name

The name of the Corporation shall be **Chaminade-Madonna College Preparatory, Inc.**

**ARTICLE II**  
Principal Office

The principal office of the Corporation shall be at 500 E. Chaminade Drive, Hollywood, Florida 33021 and may change from time to time.

**ARTICLE III**  
Purpose

The purpose of the Corporation shall be to operate a religious, educational, non-profit organization, with the direct purpose of owning and operating a Catholic high school, in Hollywood, Florida, for young men and women, where the arts and sciences are taught and diplomas and honors are conferred to prepare young men and women for higher education in furtherance of and consonant with the system of motivating beliefs, concepts, and principles. These purposes shall be consistent with the purposes of exempt organizations under section 501(c)(3) of the Internal Revenue Code or any successor provision.

**ARTICLE IV**  
Members

The following shall be the Members of the Corporation (hereinafter referred to as "Members"):  
The Provincial Superior of the Society of Mary, Province of the United States duly appointed according to the *Rule of Life* of the Society of Mary; individually, each of the members of the Provincial Council of the Society of Mary, Province of the United States, duly appointed according to the *Rule of Life* of the Society of Mary; the duly appointed President of Chaminade-Madonna College Preparatory; and the Chair of the Board of Chaminade-Madonna College Preparatory. Membership shall terminate with the appointment of a successor or cessation of the qualifications for appointment.

ARTICLE V  
Bylaws

The Members shall adopt such Bylaws for the conduct of its business and the carrying out of its purposes as it deems necessary from time to time. Thereafter, the Members may amend the Bylaws of the Corporation upon recommendation of the Board or in consultation with the Board if initiated by the Members.

ARTICLE VI  
Use of Funds

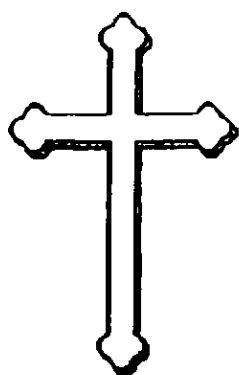
No part of the earnings of the Corporation shall inure to the benefit of, or be distributed to its Members, trustees, officers, or other private persons, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation.

ARTICLE VII

The Corporation shall from time to time appoint a statutory agent to receive service of process on behalf of the Corporation. The current statutory agent is Dr. Judith Mucheck.

ARTICLE VIII  
Distribution upon Dissolution

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to the Marianist Province of the United States or its successors; if such distribution is not possible or feasible, then to the Chaminade Foundation, a non-profit corporation and legal presence of the General Administration of the Society of Mary in the United States; if the foregoing options are not permitted or feasible, then the assets shall be distributed exclusively to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations promulgated there under as they now exist or as they may hereafter be amended.



November 10, 2017

May 18, 2018

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

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

**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.

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 May 18, 2018 \_\_\_\_\_

Signature Rev. Martin A. Solma, SM  
(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)

Reverend Martin A. Solma, SM

\_\_\_\_\_  
(Typed or printed name of person signing)

President

\_\_\_\_\_  
(Title of person signing)