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CC/CCIS
Restated Article

MAR 15 2018
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Our Lady of Fatima of Spring Hill, Inc.

DOCUMENT NUMBER: 771312

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

Please return all correspondence concerning this matter to the following:

Jennifer Morris

(Name of Contact Person)

Our Lady of Fatima of Spring Hill, Inc.

(Firm/ Company)

7606 Holiday Dr.

(Address)

Spring Hill, FL 34606

(City/ State and Zip Code)

olfatimaspringhill@gmail.com

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

For further information concerning this matter, please call:

Jennifer Morris

352 686-5885

at

(Name of Contact Person)

(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

OUR LADY OF FATIMA CHURCH

Our Lady of Fatima of Spring Hill, Inc
Preserving and Promoting the Traditional Roman Catholic Faith

March 7, 2018

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

RE: Our Lady of Fatima of Spring Hill, Inc. (771312)
Letter Number: 118A00003975

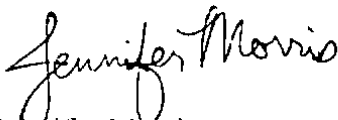
To Whom It May Concern,

Enclosed are the Restated Articles of Incorporation for Our Lady of Fatima of Spring Hill, Inc. These have been sent in replacement of the previously filed Amended and Restated Articles of Incorporation, which you returned on February 27, 2018. Also enclosed is a copy of the letter sent on February 27 along with the returned Articles.

Under the direction of the Hogan Law Firm on January 14, 2018 at a meeting of more than 2/3 of the Members, these Restated Articles of Incorporation for Our Lady of Fatima of Spring Hill, Inc. were voted in unanimously. These Restated Articles are intended to supersede all previous filings.

Please do not hesitate to contact me if you have any questions. Thank you.

Sincerely,



Jennifer Morris
Secretary

Enclosures:
Letter Number 118A00003975
Cover Letter and Restated Articles of Incorporation



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 27, 2018

JENNIFER MORRIS
OUR LADY OF FATIMA
7606 HOLIDAY DR.
SPRING HILL, FL 34606

SUBJECT: OUR LADY OF FATIMA OF SPRING HILL, INC.
Ref. Number: 771312

We have received your document for OUR LADY OF FATIMA OF SPRING HILL, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes.

We are enclosing the proper form(s) with instructions for your convenience.

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 118A00003975

RECEIVED
18 MAR 14 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

RESTATED
ARTICLES OF INCORPORATION OF
OUR LADY OF FATIMA OF SPRING HILL, INC.

FILED
2018 MAR 14 AM 9:04
TALLAHASSEE, FLORIDA
STATE SECRETARY OF STATE

WHEREAS, the Articles of Incorporation of OUR LADY OF FATIMA OF SPRING HILL, INC. were filed and approved by the Secretary of State of the State of Florida effective the 18th day of November, 1983, and have been subsequently amended from time to time; and,

WHEREAS, OUR LADY OF FATIMA OF SPRING HILL, INC. has members and, it is the intention of its Members and Board of Directors that the Articles of Incorporation of OUR LADY OF FATIMA OF SPRING HILL, INC. be amended and restated; and,

WHEREAS, the proposed Amended and Restated amendments to the Articles of Incorporation of OUR LADY OF FATIMA OF SPRING HILL, INC. hereinafter set forth were approved and adopted, at a duly noticed meeting of the Members and Board of Directors held on the 14th day of January, 2018, by a two-thirds majority of the members present; and,

WHEREAS, these Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

NOW THEREFORE, the Articles of Incorporation of OUR LADY OF FATIMA OF SPRING HILL, INC. are hereby amended and restated as follows.

Article I – Name

The name of the corporation is Our Lady of Fatima of Spring Hill, Inc. (the “Corporation”).

Article II – Principal Place of Business and Registered Agent

The principal place of business is 10401 Spring Hill Drive, Spring Hill, Florida 34608, or as otherwise reported to the Secretary of State of the State of Florida.

The mailing address of the corporation is 10401 Spring Hill Drive, Spring Hill, Florida 34608, or as otherwise reported to the Secretary of State of the State of Florida.

The name and Florida street address of the registered agent is:

Greg Kullman
3322 Josef Ave.
Spring Hill, FL 34609

The Board of Directors may from time to time designate a new registered office and registered agent with an affirmative vote of a majority of Directors (hereinafter referred to as “Trustees”).

Article III – Purpose

To the extent consistent with the rest of this Article, the purpose for which the Corporation is organized is to preserve and promote the doctrines, dogmas, traditions, and liturgy of the traditional Roman Catholic faith, as promulgated prior to Vatican II, to sponsor and conduct the traditional Tridentine Low Mass and the traditional sacramental rites associated with it, and to promote the exclusive celebration thereof.

The Corporation is organized and shall be operated exclusively for religious, educational, and charitable purposes within the meaning of the Internal Revenue Code of 1986 (the "Code"), section 501(c)(3), or the corresponding provision of any future United States tax code.

The Corporation shall have and exercise all rights and powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not-for-profit and that are not inconsistent with these Articles of Incorporation, provided, however, that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth herein.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons except that the Corporation shall be authorized and empowered to make expenditures in furtherance of the purposes set forth in herein.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under the Code, section 501(c)(3), and its regulations, or the corresponding provision of any future United States tax code, or by a corporation, contributions to which are deductible under Section 170 (c)(2) of such Code and its regulations, or the corresponding provision of any future United States tax code, or by a corporation organized under Florida Statute Chapter 617, as may be modified or amended from time to time.

Article IV – Term of Existence

The Corporation shall have a perpetual existence, commencing with the filing of the Articles of Incorporation with the Secretary of State, unless otherwise terminated by dissolution according to these Articles or by due process of law.

Article V – Incorporators

The name and address of the original incorporators are:

<u>Name:</u>	<u>Address:</u>
Joseph Mullane, Sr.	12213 Camp Creek Lane, Bayonet Point, FL 33567
Bill Donaldson	12908 Willoughby Lane, Hudson, FL 33567
Jim Canter	2426 Woodcrest Drive, Port Richey, FL 33568
Patrick McGee	711 Las Cruces Ct., Port Richey, FL 33568
Ed Lazzell	2427 Woodcrest Drive, Port Richey, FL 33568

Article VI – Membership

Individuals who are considered active parishioners of Our Lady of Fatima of Spring Hill, Inc., as defined by the bylaws, and practicing the traditional Roman Catholic faith, as promulgated prior to Vatican II, are eligible as members of the Corporation. The authorized number, manner of admission of members of this corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and the termination of membership shall be as set forth in the bylaws of the corporation, except that the establishment of any changes to such member requirements shall be subject to a two-thirds affirmative vote of a quorum of members.

Article VII – Management of Corporate Affairs

Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The Board of Trustees may be increased or decreased as provided in the bylaws, but in no case shall the number of Trustees be less than five. Trustees shall be elected or appointed as provided for in the bylaws.

Corporate Officers. The officers of the Corporation shall be chair, vice chair, secretary and treasurer. Other offices and officers may be established as set forth in the bylaws. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

Quorum. For purposes of establishing the existence of a quorum for meetings of members or trustees, a quorum shall be defined in the bylaws.

Article VIII – Indemnification

The Corporation shall defend, indemnify and hold harmless, every registered agent, trustee or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having fulfilled their lawful duties as a trustee or officer of the Corporation. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

Article IX – Acceptance Of Gifts, Devises And Bequests; Application Thereof

The officers or Trustees of the Corporation may accept on its behalf any contribution, gift, or devise consistent with the general purposes of the Corporation. The Corporation at all times reserves all rights over, interest in and control of such contributions with full discretion as to the ultimate expenditure or distribution of the contribution in satisfaction of any specified fund, purpose or use. The Corporation shall, at all times, have full control over all donated funds and discretion as to their use so as to ensure that all contributions will be used to carry out its purposes set forth in these Articles.

Article X – Bylaws

Bylaws will be hereinafter adopted at the first meeting of the board of trustees. Such bylaws may be amended or repealed, in whole or in part, in the manner provided therein. Any amendments to the bylaws shall be binding on all members of the Corporation.

Article XI – Amendment of Articles

Amendments to the articles of incorporation shall require a two-thirds affirmative vote of a quorum of members of the Corporation.

Article XII – Dissolution

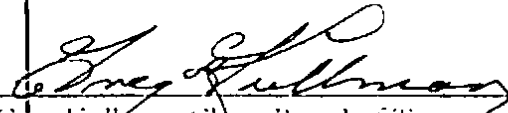
An affirmative vote by two-thirds of a quorum of members eligible to vote shall be required to dissolve the Corporation.

Upon the dissolution of the Corporation and after arrangements for the payment of all liabilities, assets shall be distributed by the Board of Trustees for one or more exempt purposes within the meaning of the Code, section 501(c)(3), or corresponding section of any future United States tax code. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

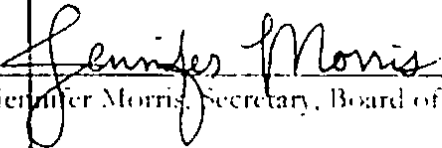
Upon dissolution preference for transfer of assets shall be given to traditional Catholic churches or groups whose purpose is similar to the purposes expressed in the formation of the Corporation.

IN WITNESS WHEREOF, the Restated Articles of Incorporation are hereby certified on behalf of OUR LADY OF FATIMA OF SPRING HILL, INC. by its Chair and its Secretary this 20th day of January, 2018.

OUR LADY OF FATIMA OF SPRING HILL, INC.



Greg Kullman, Chair, Board of Trustees



Jennifer Morris, Secretary, Board of Trustees