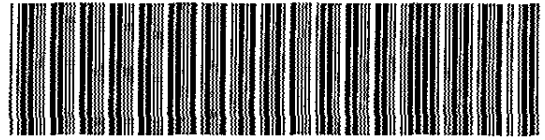


F03000000238

**TREASURER'S OFFICE  
SISTERS OF ST. JOSEPH**

6400 Minnesota Avenue  
ST. LOUIS, MO 63111-2899



000009295700

12/05/02--01062--006 \*\*78.75

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

1202-34305

12/16/02

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 JAN 16 PM 2:39

Special Instructions to Filing Officer:

Office Use Only

ap

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Sisters of St. Joseph of Carondelet, St. Louis Province Corporation  
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Dan A. Casey  
(Name of Person)

Sisters of St. Joseph of Carondelet  
(Firm/Company)

6400 Minnesota Avenue  
(Address)

St. Louis, MO 63111  
(City/State and Zip Code)

For further information concerning this matter, please call:

Dan A. Casey at ( 314 ) 481-8800 Ext. 323  
(Name of Person) (Area Code & Daytime Telephone Number)

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
03 JAN 16 PM 2:39

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

\$70.00 Filing Fee

\$78.75 Filing Fee &  
Certificate of Status

\$78.75 Filing Fee &  
Certified Copy

\$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy



COPY

FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 6, 2002

DAN A. CASEY  
SISTERS OF ST. JOSEPH OF CARONDELET  
6400 MINNESOTA AVENUE  
ST. LOUIS, MO 63111

SUBJECT: SISTERS OF ST. JOSEPH OF CARONDELET, ST. LOUIS  
PROVINCE CORPORATION  
Ref. Number: W02000034305

We have received your document for SISTERS OF ST. JOSEPH OF CARONDELET, ST. LOUIS PROVINCE CORPORATION and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3,183.75.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 302A00064852

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 JAN 16 PM 2:39



Greensfelder, Hemker & Gale, PC  
2000 Equitable Building  
10 South Broadway  
St. Louis, MO 63102

*Affiliate Office:*  
Greensfelder, Hemker & Gale  
12 Wolf Creek Drive, Ste. 100  
Belleville (Swansea), IL 62226

T: 314-241-9090  
F: 314-241-8624  
www.greensfelder.com

WILLIAM G. JOCHENS  
DIRECT DIAL (314) 516-2640

January 13, 2003

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Attention: Lee Rivers, Document Specialist

Re: Sisters of St. Joseph of Carondelet, St. Louis Province  
Your Reference No. W02000034305

FILED OF STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
03 JAN 16 PM 2:39

Dear Mr. Rivers:

This is in response to your letter of December 6, 2002 (a copy of which is enclosed) to Dan A. Casey, the Business and Finance Administrator of the Sisters of St. Joseph of Carondelet, St. Louis Province (the "Organization"). As I indicated during our telephone conversation earlier this month, the Organization is seeking relief from the penalty and back charges set forth in your letter on the basis that it made a mistake on the foreign corporation application it filed with your office (the "Application") late last year.

Enclosed you will find an Affidavit of Sister Mary F. Johnson, C.S.J., the Treasurer of the Organization, in which she references the error on line 6 of the Application. As is further set forth in the Affidavit and as I explained during our telephone conversation, the Organization has never conducted affairs within the State of Florida. However, it may do so in the future, which is the reason it has made gift annuity filings with your State and has now registered as a foreign corporation.

Accordingly, on behalf the Organization, I respectfully request that your office retract the \$3,183.75 civil penalty and back-reporting charge which it has assessed. I would appreciate receiving written confirmation of the retraction.

I do appreciate your cooperation in this matter. Of course, if you have any questions, please do not hesitate to contact me.

Sincerely,

GREENSFELDER, HEMKER & GALE, P.C.

By

  
William G. Jochens

WGJ:bcn  
Enclosure  
588792 v1

cc: Mr. Dan A. Casey  
Bernard C. Huger, Esq.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 JAN 16 PM 2:39

**AFFIDAVIT OF MARY F. JOHNSON, C.S.J.**

The undersigned, SISTER MARY F. JOHNSON, C.S.J., being of lawful age, states on her oath the following:

1. I am the Treasurer of the Sisters of St. Joseph of Carondelet, St. Louis Province (the "Corporation"), a non-profit corporation organized under the laws of the State of Missouri.

2. In November of 2002, the Corporation filed an Application by Foreign Not-For-Profit Corporation For Authorization To Conduct Its Affairs In Florida (the "Application").

3. The Corporation submitted the Application in response to a request made by the Office of the Treasurer of the State of Florida, Department of Insurance, with which the Corporation had filed certain documentation regarding donor annuity agreements.

4. On line 6 of the Application, the Corporation stated that it first conducted affairs in Florida on May, 30th, 1999. This statement was and is erroneous.

5. It is the position of the Corporation (i) that it has never *conducted affairs* (as that and similar terms are defined and interpreted under Florida law) within the State of Florida, and (ii) that it has never been required of the Corporation to register with the State of Florida as a foreign corporation.

6. The Corporation filed the Application, out of an abundance of caution, so as to be qualified to conduct affairs in the State of Florida in the future, if the Corporation decides to do so.

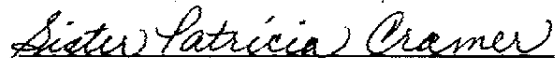
FURTHER, AFFIANT SAYETH NOT.

  
MARY F. JOHNSON, C.S.J.

Subscribed and sworn to me this 8<sup>th</sup> day of January, 2003.

My commission expires: 10.28.06

**SISTER PATRICIA CRAMER**  
Notary Public - Notary Seal  
STATE OF MISSOURI  
St. Louis County  
My Commission Expires: October 28, 2006

  
Notary Public

FILED OF STATE  
SECRETARY OF CORPORATIONS  
JAN 16 2 39 PM '03

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Sisters of St. Joseph of Carondelet, St. Louis Province Corporation  
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Missouri 3. 43-6000007  
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 8/24/82 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 5/30/99  
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 6400 Minnesota Avenue, St. Louis, MO 63111  
(Principal office address)

Same  
(Current mailing address)

8. Offering of Charitable Gift Annuities  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Roberta J. Schmidt, CSJ

Office Address: 263 Hammock Terrace

Venice, Florida 34293  
(City) (Zip Code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Roberta J. Schmidt, CSJ  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

SECRETARY OF STATE'S  
DIVISION OF CORPORATIONS  
03 JAN 16 PM 2:39

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Director: ~~XXXXXX~~ Jean Katherine deBlois, CSJ  
Address: 6400 Minnesota Avenue  
St. Louis, MO 63111

Director: ~~XXXXXX~~ Jacqueline Dillon, CSJ  
Address: 6400 Minnesota Avenue  
St. Louis, MO 63111

Director: Frances Maher, CSJ  
Address: 6400 Minnesota Avenue  
St. Louis, MO 63111

Director: Rita Moriarty, CSJ  
Address: 6400 Minnesota Avenue  
St. Louis, MO 63111

B. OFFICERS ALL OFFICERS ARE ALSO DIRECTORS.

President: Mary Kay Hadican, CSJ  
Address: 6400 Minnesota Avenue  
St. Louis, MO 63111

Vice President: Sandra Straub, CSJ  
Address: 6400 Minnesota Avenue  
St. Louis, MO 63111

Secretary: Mary Kay Liston, CSJ  
Address: 6400 Minnesota Avenue St. Louis, MO 63111

Treasurer: Mary F. Johnson, CSJ  
Address: 6400 Minnesota Avenue St. Louis, MO 63111

DEPT. OF REVENUE  
DIVISION OF CORPORATIONS  
JAN 16 PM 2:39

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Mary F. Johnson, CSJ  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mary F. Johnson, CSJ Treasurer  
(Typed or printed name and capacity of person signing application)



No. N00028074

# STATE OF MISSOURI



Matt Blunt  
Secretary of State

CORPORATION DIVISION


## CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

SISTERS OF ST. JOSEPH OF CARONDELET, ST. LOUIS PROVINCE &

was incorporated under the laws of this State on the 24th day of AUGUST, 1982, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 7th day of NOVEMBER, 2002.

  
Secretary of State



SEAL OF THE SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 JAN 16 PM 2:35