

F18000000369

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

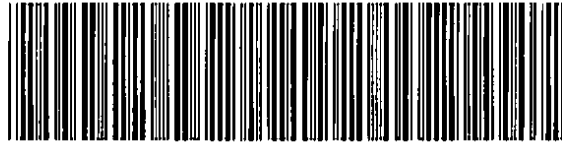
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

218-61080 Purpose

Office Use Only



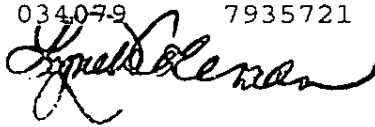
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RECEIVED
DEPT. TREASURY OF STATE
18 JAN 22 AM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
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DIVISION OF CORPORATIONS
18 JAN 22 AM 9:46

K. SALY
JAN 25 2018

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 034079 7935721
AUTHORIZATION : 
COST LIMIT : \$ 70.00

ORDER DATE : January 22, 2018
ORDER TIME : 11:12 AM
ORDER NO. : 034079-005
CUSTOMER NO: 7935721

FOREIGN FILINGS

NAME: DISASTER SERVICES CORPORATION
- SOCIETY OF ST. VINCENT DE
PAUL USA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner -- EXT# 62969

EXAMINER: _____

034079-5



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 23, 2018

CSC / ROXANNE TURNER

RESUBMIT
Please give original
submission date as file date.

SUBJECT: DISASTER SERVICES CORPORATION - SOCIETY OF ST.
VINCENT DE PAUL USA
Ref. Number: W18000006680

We have received your document for DISASTER SERVICES CORPORATION - SOCIETY OF ST. VINCENT DE PAUL USA and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a statement containing the purpose(s) authorized by the jurisdiction of its incorporation, of which it intends to pursue in this state, pursuant to 617.1503(d), 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) 245-6051.

Karen A Saly
Regulatory Specialist II

Letter Number: 318A00001386

RECEIVED
DEPARTMENT OF STATE
18 JAN 24 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Disaster Services Corporation Society of St. Vincent De Paul USA
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", or "Certificate of Status" 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:

Ryan Oberly

Name of Person

Wagenmaker & Oberly LLC

Firm/Company

53 W. Jackson Blvd

Ste 1734

Address

Chicago, IL 60604

City/State and Zip Code

ryan@wagenmakerlaw.com

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

For further information concerning this matter, please call:

Ryan Oberly

at (312)

626-1600

Name of Person

Area Code

Daytime Telephone Number

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

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

**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. Disaster Services Corporation - Society of St. Vincent De Paul USA

(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.)

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Missouri 3. 82-0658251

(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02/10/2017

5. _____

(Date of Incorporation)

(Date of duration, if other than perpetual)

6. N/A

(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 320 Decker Drive Suite 100 Irving, TX 75062

(Principal office address)

53 W Jackson Blvd Suite 1734 Chicago IL 60604

(Current mailing address, if different)

8. See Attached Articles of Incorporation, Article IX and Article X

(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 **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

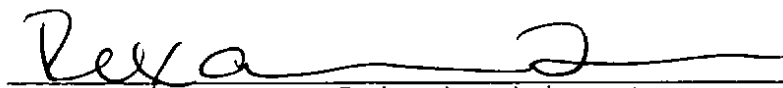
Tallahassee, Florida 32301

(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.



(Registered agent's signature)

Roxanne Turner
Asst. Vice President

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.

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12. Names and addresses of officers and/or directors

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A. DIRECTORS

Chairman: See Attached. _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached. _____

Address: _____

Vice President: _____

Address: _____

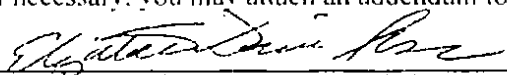
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Elizabeth Disco-Shearer, CEO _____
(Typed or printed name and capacity of person signing application)

DISASTER SERVICES CORPORATION – SOCIETY OF ST. VINCENT DE PAUL USA
FEIN 82-0658251

BOARD OF DIRECTORS AND OFFICERS

Officers:

Ralph Hassel – Chair
Roger Playwin – Vice-Chair
Barb Slaven – Secretary
Brian O'Donnell – Treasurer
Elizabeth Disco-Shearer – Chief Executive Officer
Gene Smith – Spiritual Advisor

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Directors:

Ralph Hassel
Roger Playwin
Barb Slaven
Brian O'Donnell
Elizabeth Disco-Shearer, non-voting Director
Gene Smith
Ralph Middlecamp
Irma Trujillo
James Butler
Joseph Williams
Brian Burgess

Please note: the address for all of the above is:

Disaster Services Corporation – Society of St. Vincent de Paul USA
320 Decker Drive Suite 100
Irving, TX 75062

STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

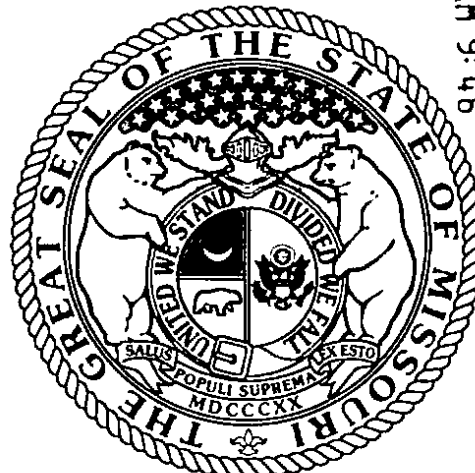
I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

Disaster Services Corporation - Society of St. Vincent de Paul USA
N000704201

was created under the laws of this State on the 10th day of February, 2017, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 22nd day of January, 2018.


Secretary of State



18 JAN 22 AM 9:46

Certification Number: CERT-01222018-0038

ARTICLES OF INCORPORATION

OF

DISASTER SERVICES CORPORATION -
SOCIETY OF ST. VINCENT DE PAUL USA

The undersigned, being a natural person of the age of eighteen (18) years or more, for the purpose of forming a corporation under the Nonprofit Corporation Act of Missouri does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is Disaster Services Corporation - Society of St. Vincent de Paul USA.

ARTICLE II

REGISTERED OFFICE
REGISTERED AGENT

The address of the initial registered office in the State of Missouri is 58 Progress Parkway, Maryland Heights, Missouri 63043, and the name of the initial registered agent at such address is David W. Barringer.

ARTICLE III

DURATION

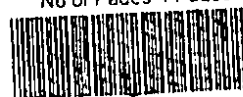
The period of duration of the Corporation shall be perpetual.

ARTICLE IV

PUBLIC BENEFIT

This Corporation shall be a public benefit corporation as that term is used in the Missouri Nonprofit Corporation Act.

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ARTICLE V

INCORPORATOR

The name and place of residence of the incorporator is as follows:

David W. Barringer	58 Progress Parkway Maryland Heights, Missouri 63043
--------------------	---

ARTICLE VI

BOARD OF DIRECTORS

The affairs and business of the Corporation shall be managed by a Board of Directors consisting of no fewer than ten (10) nor more than twenty-seven (27) persons. The qualifications, the method of selection of the Directors and their terms of office shall be set forth in the Bylaws.

ARTICLE VII

MEMBER

The Corporation shall have a Member. The Member of the Corporation shall be National Council of the United States, Society of St. Vincent de Paul, Inc., a Delaware nonprofit corporation. The Member shall have such rights and exercise such responsibilities as are granted to it in the Articles of Incorporation, the Bylaws of the Corporation and under the laws of the State of Missouri.

ARTICLE VIII

OFFICERS

The Officers of the Corporation shall be a Chair, a Vice Chair, a Secretary, a Treasurer, a Spiritual Advisor and a Chief Executive Officer who shall be elected or appointed in the manner provided in the Bylaws, and such subordinate officers as may be elected in accordance with the Bylaws.

ARTICLE IX

PURPOSES

The Corporation is organized for the purposes of engaging in any lawful act or activity permitted for a corporation that is both a nonprofit corporation under the Nonprofit Corporation Act of Missouri and an exempt organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law and applicable rulings and regulations (the "Code"), including, but not limited to, the following:

1. To organize, oversee, and implement the National Council of the United States, Society of St. Vincent de Paul, Inc.'s Disaster Response to national and regional manmade and natural disasters.
2. To determine the level of disaster response to be provided based on an on-site analysis either by the Corporation or by a collaborating organization and, as appropriate for the disaster, conduct national and/or regional disaster specific appeals for funds,
3. Develop and conduct disaster preparation and recovery training.
4. Collaborate with, including acting as prime contractor to or subcontracting with, other disaster relief/recovery agencies, organizations and businesses to provide the optimum post-first responder long-term recovery assistance to those in need,
5. Contract/Subcontract for government (federal, regional, state, county and local) programs associated with disaster relief/recovery direct assistance, capacity building, training, education, and administration.
6. Solicit government, foundation, business and individual grants associated with disaster relief/recovery direct assistance, capacity building, training, education, and administration,
7. Develop product capabilities (products, processes and procedures) that can be made available to support the disaster relief/recovery capability of other organizations

ARTICLE X

NONPROFIT

(a) This Corporation is organized without capital stock exclusively for charitable, educational, religious or scientific purposes. The Corporation shall issue no stock nor shall any dividend or profit ever be declared or paid to any Officer or Director thereof.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributed 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 its purposes.

(c) No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation.

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(d) The Corporation shall not participate in, or intervene in (including publication or distribution of any statements) any political campaign on behalf of any candidate for public office.

(e) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE XI

DISSOLUTION

On the dissolution of the Corporation, the Member shall distribute the entire net assets remaining after the payment or satisfaction of any and all liabilities and obligations of the Corporation to the National Council of the United States, Society of St. Vincent de Paul, Inc. if such organization at the time qualifies as exempt under Section 501(c)(3) of the Code and, if it does not, to such organization or organizations organized and operated exclusively for charitable, religious, educational or scientific purposes selected by the Member which shall at the time qualify as exempt under Section 501(c)(3) of the Code.

Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located exclusively for purposes consistent with the purposes of this Corporation or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended only by a majority vote of the full Board of Directors present at any regular meeting of said Board of Directors, provided that any amendment shall not be effective unless approved by the Member.

Executed this 10th day of February 2017.

Dave B. [Signature]

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

18 JAN 22 AM 9:46

STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CERTIFICATE OF INCORPORATION

WHEREAS, Articles of Incorporation of

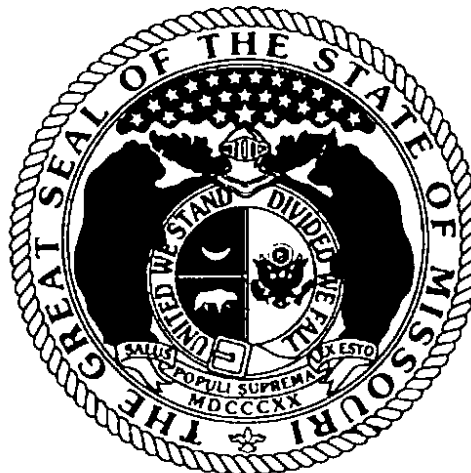
Disaster Services Corporation - Society of St. Vincent de Paul USA
N000704201

have been received and filed in the Office of the Secretary of State, which Articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, do by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 10th day of February, 2017.


Secretary of State



18 JAN 22