

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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St. Marks Housing of  
Venice, Inc

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

☒ Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

FILED

RECEIVED

00-21-1

**ARTICLES OF INCORPORATION**  
**OF**  
**ST. MARK'S HOUSING OF VENICE, INC.**  
**A NON-PROFIT CORPORATION**

**FILED**  
00 JAN 12 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**  
**NAME**

The name of this corporation is **ST. MARK'S HOUSING OF VENICE, INC.** (hereinafter referred to as "the Corporation").

**ARTICLE II**  
**DURATION**

The corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

**ARTICLE III**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is 1000 Pinebrook Road, Venice, Florida 34292, and the name of the initial registered agent of this corporation is JOSEPH A. DIVITO, ESQUIRE, and the address of the registered agent is DiVito & Higham, P.A., 4514 Central Avenue, St. Petersburg, Florida 33711.

**ARTICLE IV**  
**PURPOSE**

The purposes for which the Corporation is formed, and the business and objectives to be carried on and promoted by it, are as follows:

(A) To provide permanently disabled persons or elderly persons with housing facilities and services specially designed to meet their physical, social and psychological needs, and to promote their health, security, happiness and usefulness in longer living, the charges for such facilities and services to be predicated upon the provision, maintenance and operation thereof on a non-profit basis.

(B) The Corporation is irrevocably dedicated to and operated exclusively for non-profit, charitable, scientific, literary, or educational purposes within the meaning of Section 501(c) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.

(C) To carry out this single purpose, the Corporation may exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code.

## ARTICLE V POWERS

The Corporation is empowered:

(A) To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property, and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article IV hereof, but solely in connection with the project assisted under Section 202 of the Housing Act of 1959, as amended, or Section 811 of the National Affordable Housing Act.

(B) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.

(C) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Secretary of Housing and Urban Development, and of such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of capital advances and project rental assistance under Section 202 of the Housing Act of 1959, as amended, or Section 811 of the National Affordable Housing Act. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the Corporation, its successors and assigns, so long as a mortgage on the Corporation's property is held by the Secretary of Housing and Urban Development.

(D) In the event of dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, the Corporation's assets shall be distributed for one or more exempt purposes, except for religious purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal Tax Code, provided, however, that the Corporation shall at all times, so long as a mortgage on the Corporation's property is held or insured by the Secretary of Housing and Urban Development, have the power to convey its property to the Secretary of Housing and Urban Development, or its nominee for exclusively public purposes.

(E) Notwithstanding any other provisions of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) 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 Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Law.

**ARTICLE VI**  
**BOARD OF DIRECTORS AND MEMBERS**

The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than seven (7) nor more than fifteen (15) in number who shall be elected by the members of the Corporation at the Annual Meeting. The Directors of the Corporation must, at all times, be members of the Corporation. No non-member of the Corporation may sit as a Director.

**ARTICLE VII**  
**DIRECTORS**

The names of the directors and post office addresses of the persons who shall serve as Directors until their successors are duly qualified, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Jerome A. Carosella	P.O. Box 2006 Venice, FL 34284-2006
Robert Cannon	310 Sarasota Street Venice, FL 34285
John G. Bauer	P.O. Box 2006 Venice, FL 34284-2006
Catherine Buster	P.O. Box 2006 Venice, FL 34284-2006
Michael Connors	222 Laurel Hollow Road Nokomis, FL 34275
George Cooper	1236 Pinebrook Way Venice, FL 34292
Michael D. Horlick, Esq.	1314 E. Venice Avenue, Suite D Venice, FL 34292
Robert Munley	1617 Valley Drive Venice, FL 34292
Rosemary Winder Strange	P.O. Box 2006 Venice, FL 34284-2006
Beverly Zeiss	310 Sarasota Street Venice, FL 34292

Directors shall serve without compensation.

Membership in the Corporation shall, at all times, be limited to individuals appointed to membership by the Bishop of the Catholic Diocese having jurisdiction of Sarasota County, Florida.

In the event that the aforesaid appointment by such Bishop is withdrawn, then this shall constitute automatic resignation as a member and director of the Corporation.

**ARTICLE VIII**  
**OFFICERS**

The officers of the Corporation as provided by the By-Laws of the Corporation shall be elected by the Directors of the Corporation in the manner therein set out, and shall serve until their successors are elected and qualified. The Directors shall elect the regular officers of the Corporation at the annual meeting for terms of one (1) year. The Secretary and Treasurer may be one and the same.

**ARTICLE IX**  
**INCORPORATORS**

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

Jerome A. Carosella

P.O. Box 2006  
Venice, FL 34284-2006

Robert Cannon

310 Sarasota Street  
Venice, FL 34285

John G. Bauer

P.O. Box 2006  
Venice, FL 34284-2006

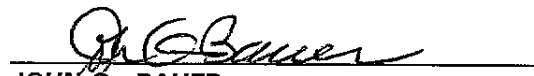
**ARTICLE X**  
**AMENDMENTS**

So long as the Corporation's property is subject to a Regulatory Agreement in favor of the Secretary of Housing and Urban Development, these Articles of Incorporation may not be amended without the prior written approval of said Secretary. Amendment to the Articles of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a majority is present and must be adopted by a two-thirds vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the By-Laws. Amendment shall be approved by a two-thirds affirmative vote of the members of the Board of Directors present.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 4<sup>th</sup> day of January, 2000.

  
JEROME A. CAROSELLA

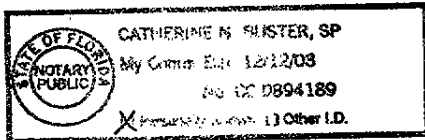
  
ROBERT CANNON

  
JOHN G. BAUER

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **JEROME A. CAROSELLA**, who is personally known to me, or who have provided \_\_\_\_\_ as identification, and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal on the 4<sup>th</sup> day of January, 2000.

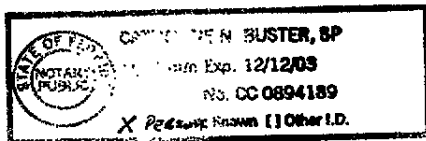


Catherine N. Buster, SP  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: CATHERINE N. BUSTER, SP  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **ROBERT CANNON**, who is personally known to me, or who have provided \_\_\_\_\_ as identification, and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal on the 4<sup>th</sup> day of January, 2000.

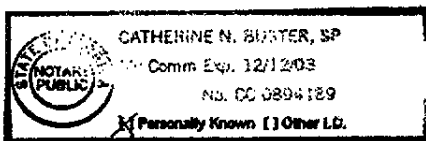


Catherine N. Buster, SP  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: CATHERINE N. BUSTER, SP  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **JOHN G. BAUER**, who is personally known to me, or who have provided \_\_\_\_\_ as identification, and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal on the 4<sup>th</sup> day of January, 2000.

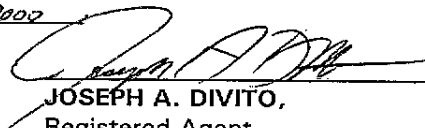


Catherine N. Buster, SP  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: CATHERINE N. BUSTER, SP  
My Commission Expires:

**ACCEPTANCE BY DESIGNATED REGISTERED AGENT**

ST. MARK'S HOUSING OF VENICE, INC., having designated **JOSEPH A. DIVITO, ESQUIRE**, as its Registered Agent at the address located at DiVito & Higham, P.A., 4514 Central Avenue, St. Petersburg, FL 33711, and **JOSEPH A. DIVITO, ESQUIRE**, as having been so named to accept service for the above-named corporation at the place above indicated, does hereby accept the designation as Registered Agent.

Dated this 4<sup>th</sup> day of January, 2000

  
JOSEPH A. DIVITO,  
Registered Agent

**FILED**  
00 JAN 12 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA