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DIVISION OF CORPORATIONS

BASIC AMENDMENT

LOYOLA FAMILY FOUNDATION, INC.

Certificate of Status	0
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AMEND
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 27, 2000

LOYOLA FAMILY FOUNDATION, INC.
1471 W. 42 STREET, #102
HIALEAH, FL 33012

SUBJECT: LOYOLA FAMILY FOUNDATION, INC.
REF: N00000006595

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H00000056641
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**Amended
Articles of Incorporation**

Loyola Family Foundation, Inc.

Pursuant to Section 607.1006 of the Florida Statutes, the Articles of Incorporation of Loyola Family Foundation, Inc., a Florida Not for Profit Corporation are amended after having been unanimously adopted by the written consent of the corporation's directors and incorporators (no share holder consent required) on October 23, 2000 as follows:

We, the undersigned natural persons, of the age of eighteen (18) years or more, acting as incorporators of a corporation under the Florida Non-Profit Corporation Act, do hereby adopt the following articles of incorporation for such corporation.

**Article One
Name and principal office**

The name of the corporation is Loyola Family Foundation, Inc. The principal office will be located at:

1471 W. 43 Pl. #102
Hialeah, FL 33012

**Article Two
Nonprofit Corporation**

The Corporation is a nonprofit corporation.

**Article Three
Duration**

The period of the Corporation's duration is perpetual

**Article Four
Purposes**

Section 4.01. The Corporation is organized exclusively for charitable, scientific, and educational purposes as defined in Section 501 (c) (3) of the Internal Revenue Code. These activities shall include but not be limited to acquiring by gifts and donations funds to be donated to other charitable entities as defined in section 501 (c) (3).

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Section 4.02. Notwithstanding any other provision of these articles of incorporation:

- a. No part of the net earnings of the Corporation shall inure to the benefit of any director of the corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no director, officer or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.
- b. The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under section 501 (c) (3) of the Internal Revenue code and its regulations as they now exist or as they may thereafter be amended, or by an organization, contribution to which are deductible under 170 (c) (2) of the Internal Revenue Code and regulation as they now exist or as they may hereafter be amended.
- c. Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable Organizations, which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.
- d. The Corporation is organized pursuant to the Florida Non-Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes.

**Article Five
Membership**

The Corporation shall have no voting members.

Article Six

Registered Office and Agent

**The street address of the
33012 and the name of its
Diaz.**

**registered office is 1471 W. 43 Pl. #102 Hialeah, FL
registered agent at the registered office is Rafael**

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**Article Seven
Directors**

The number of Directors constituting the Board of Directors of the corporation is seven (7), and the names and addresses of those people who are to serve as the Directors are:

Name	Address
Rafael Diaz President	1471 W. 43 PL #102 Hialeah, FL 33012
Darlene Diaz Vice President	1471 W. 43 PL #102 Hialeah, FL 33012
Lucia Marrero Treasurer	1471 W. 43 PL #102 Hialeah, FL 33012
Joseph Gomez Secretary	1471 W. 43 PL #102 Hialeah, FL 33012
Elsie Hyde Board Trustee	1471 W. 43 PL #102 Hialeah, FL 33012
Armando Marquez Board Trustee	1471 W. 43 PL #102 Hialeah, FL 33012
Matilde Aguirre Trustee/Consultant	1471 W. 43 PL #102 Hialeah, FL 33012

The manner in which directors will be elected or appointed is stated in the bylaws.

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Article Eight

Indemnification of Directors and Officers

Each Director and each officer or former Director or officer of the Corporation may be indemnified and may be advanced reasonable expenses by the Corporation against liabilities imposed upon him or her and expenses reasonably incurred by him or her in connection with any claim against him or her, or any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, such Director or officer and against such sum as independent counsel selected by the Directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation, provided, however, that no Director or officer shall be indemnified (a) with respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty, (b) with respect to any matters which shall be settled by the payment of sums which independent counsel selected by the Directors shall not deem reasonable payment made primarily with a view to avoiding expense of litigation, or (c) with respect to matters for which such indemnification shall be in addition to any other rights to which Directors or officers may be entitled under any bylaw, agreement, corporate resolution, vote of Directors or otherwise. The Corporation shall have the power to purchase or maintain at its cost and expense insurance on behalf of such persons to the fullest extent permitted by this Article and applicable state law.

Article Nine

Limitation of Scope of Liability

No Director shall be liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director's of the corporation, except and only for the following:

- a. A branch of the Director's duty of loyalty to the Corporation;
- b. An act or omission not in good faith by the Director or an act or an act or omission that involves intentional misconduct or knowing or violation of the law by the Director;
- c. A transaction from which the Director gained any improper benefit whether or not such benefit resulted from an action taken within the the scope of the Director's office; or
- d. An act or omission by the Director for which liability is expressly provided by statute.

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**Article Ten
Incorporator**

The name and street address of the Incorporators are:

Name:	Address
Rafael Diaz	1471 West 43 PL. #102 Hialeah, FL 33012
Darlene Diaz	1471 West 43 PL. #102 Hialeah, FL 33012

**Article Eleven
Amendment**

**These articles of incorporation may be amended in the manner provided by law.
Every amendment shall be approved by the Board of Directors.**

**In witness whereof, the undersigned Incorporators have executed these amended
Articles of Incorporation this 23rd day of October, 2000.**


**Rafael Diaz, President
Incorporator**


**Darlene Diaz
Incorporator**

Acknowledgement

**Having been named as registered agents to accept service of process for the above
stated corporation, at place designated in this certificate, I hereby accept to act in
the capacity, and agree to comply with the provision of said not relative to keeping
open said offices.**


Rafael Diaz

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