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December 19, 2000

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-12/22/00--01003--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Ms. Wanda Cunningham  
Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Dear Ms. Cunningham:

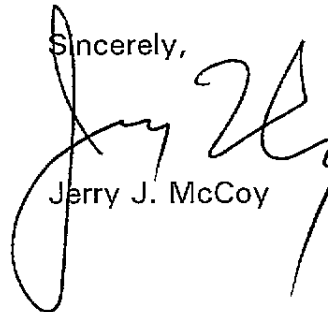
Enclosed for filing as we discussed are two copies of the articles of incorporation of The St. George Serbian-Montenegrin Democracy & Relief Foundation, Inc., plus a check for the \$70 filing fees plus \$8.75 for a certified copy, a total of \$78.75.

Thank you so much for your help in looking this over in advance. We really appreciate your thoughtfulness.

If there are any questions, I would suggest you call Walter Mihailovich, the incorporator, at (941) 263-1218, as I will be out of town until after New Years, and we want this entity to be up and running by then.

Thanks again and best wishes for the holidays.

Sincerely,

  
Jerry J. McCoy

FILED  
00 DEC 21 PM 4: 09  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

12-21-00

FILED  
00 DEC 21 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLES OF INCORPORATION**

### **FOR**

### **THE ST. GEORGE SERBIAN-MONTENEGRIN DEMOCRACY & RELIEF FOUNDATION, INC.**

**THE UNDERSIGNED**, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

#### **Article I Name**

The name of the Corporation shall be **THE ST. GEORGE SERBIAN-MONTENEGRIN DEMOCRACY & RELIEF FOUNDATION, INC.**

#### **Article II Principal Place of Business and Mailing Address**

The principal place of business and the mailing address of the corporation shall be:

715 - 7th Avenue North  
Naples, FL 34102

#### **Article III Purposes**

The Corporation is organized and shall be operated exclusively for charitable, scientific, and literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as now in effect or as may hereafter be amended ("the Code"). The specific purposes for which the Corporation is formed are as follows:

- A. To provide and encourage others to provide humanitarian aid for the peoples of the former Yugoslavia, with particular emphasis on Serbia and Montenegro, and to assist these beleaguered peoples in building a modern democratic nation rooted in a free market economy.
- B. To help build bridges of understanding and support between the peoples of the former Yugoslavia (particularly in Serbia and Montenegro) and their supporters in the United States and elsewhere, by working with international organizations,

## Articles of Incorporation

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governmental and non-governmental organizations, and charitable agencies, including religious institutions such as the Serbian Orthodox Church.

- C. To help provide and otherwise facilitate cultural exchange and educational assistance by enabling students and entrepreneurs of the former Yugoslavia (particularly in Serbia and Montenegro) to work and study in the United States and elsewhere, and for Americans and others of Serbian and Montenegrin extraction to work and study in the former Yugoslavia.
- D. To assist the reconstruction of the former Yugoslavia's economic capacity and stability by helping develop and encourage business and investment opportunities in the former Yugoslavia (particularly as it relates to Serbia and Montenegro).
- E. To facilitate donations of medical and pharmaceutical goods, equipment and services to the people of this region and assist in the rebuilding and outfitting of hospitals, nursing homes and other facilities.

In carrying out these purposes, the Corporation shall emphasize both the short-term goal of providing humanitarian aid and the longer term goals of developing self-sufficiency and independent capability.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest or reinvest the same, and apply the income and principal thereof, as the Board of Trustees may from time to time determine, either directly or through grants or contributions to any charitable organization or organizations, exclusively for charitable or educational purposes, and engage in any lawful act or activity for which nonprofit corporations may be organized under Florida law.

## **Article IV Manner of Election of Directors**

The Board of Directors shall be referred to as a Board of Trustees and such persons shall be vested with the management and control of the affairs of the Corporation. There shall be at least three Trustees, who shall be elected or appointed as provided by the By-Laws.

## **Article V Limitation of Corporate Powers**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except insofar as such powers are inconsistent with the qualification or continued qualification of the corporation as an organization exempt from tax under section 501(c)(3) of the Internal Revenue Code of 1986.

**Article VI Initial Registered Agent and Street Address**

The name and the street address of the initial registered agent are as follows:

Walter Mihailovich  
715 - 7th Avenue North  
Naples, FL 34102

**Article VII Incorporators**

The name and street address of the incorporator for these Articles of Incorporation is as follows:

Walter Mihailovich  
715 - 7th Avenue North  
Naples, FL 34102

**Article VIII Operations of Corporation**

Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are as follows:

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Trustee or officer of the Corporation, or any private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code and in any corresponding laws of the State of Florida), and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of (or in opposition to) any candidate for public office.

C. During such period, or periods, of time as the Corporation is treated as a "private foundation" pursuant to Section 509 of the Code, the Trustees must make distributions at such time and in such manner so as not to subject the Corporation to tax under Section 4942 of the Code, and the Corporation is prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Code), from investing in or retaining any excess business holdings (as defined in Section 4943(c) of the Code) which would subject the Corporation to tax under

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Section 4943 of the Code, from making or any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under Section 4944 of the Code, from retaining any assets which would subject the Corporation to tax under Section 4944 of the Code if the Trustees have acquired such assets, and from making any taxable expenditures (as defined in Section 4945(d) of the Code).

D. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in Section 501(c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

E. In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for the necessary expenses thereof, be distributed to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organization under Section 501(c)(3) of the Code as the Trustees shall determine. In no event shall any of such assets or property be distributed to any Trustee or officer of the Corporation, or to any private individual.

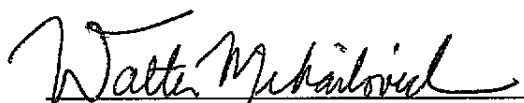
F. The period of existence of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned subscribe these Articles of Incorporation this 19 day of December, 2000.

  
Walter Mihailovich

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent of this Corporation, pursuant to s. 617.0501.

  
Walter Mihailovich