

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**NO2000000/250**

Cristo Maestro Foundation

**FILED**  
02 FEB 28 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-01/30/02--01060--013

\*\*\*\*\*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 W02 2762
- \_\_\_\_ UCC 11 Search J. BRYAN JAN 30 2002
- \_\_\_\_ UCC 11 Retrieval J. BRYAN FEB 20 2002
- \_\_\_\_ Courier \_\_\_\_\_

**RECEIVED**  
02 JAN 30 PM 12:47  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: SW

Name \_\_\_\_\_

Date 4/30

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 30, 2002

CAPITAL CONNECTION, INC.

SUBJECT: CRISTO MAESTRO FOUNDATION  
Ref. Number: W02000002762

FILED  
02 FEB 20 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
02 FEB 20 PM 9:22  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for CRISTO MAESTRO FOUNDATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of 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) 245-6929.

Joey Bryan  
Document Specialist  
New Filing Section

Letter Number: 102A00005756

*Corrected*

ARTICLES OF INCORPORATION  
OF  
CRISTO MAESTRO FOUNDATION, INC.

**FILED**  
02 FEB 20 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation of CRISTO MAESTRO FOUNDATION, INC., each a natural person competent to contract, hereby voluntarily associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes.

ARTICLE I - NAME

The name of this Corporation is CRISTO MAESTRO FOUNDATION, INC..

ARTICLE II - PURPOSE

This Corporation is organized for the following purpose:

(a) The primary purpose for which the corporation is established is to fund, support and subsidize Catholic education at all levels for residents of Marion County, giving special consideration to minorities and children of low-income families.

(b) Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

### ARTICLE III - POWERS

This Corporation shall have and exercise all rights and powers conferred now and hereafter upon corporations not for profit under the laws of the State of Florida consistent with these Articles. This Corporation shall also have all of the powers and authority reasonably necessary or appropriate to carry out its corporate purposes including, but not limited to, the following:

(a) To exercise all the powers and privileges and to perform all duties and obligations of the Corporation as defined in the By-Laws.

(b) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation.

(c) To borrow money, and with the assent of majority vote of those present at regular meeting of the Board of Directors, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(d) To dedicate, sell or transfer all or any part of the real property owned by the Corporation, if any.

(e) To participate in mergers and consolidations with other non-profit corporations organized for the same purpose.

#### ARTICLE IV - MEMBERSHIP

The members of the Corporation shall be the individuals serving on the Board of Directors of the Corporation. The members shall not be personally liable for the debts of the Corporation. The By-Laws shall set forth how members, i.e., Directors are admitted, elected and dismissed.

#### ARTICLE V - VOTING RIGHTS

Members shall all be entitled to one vote each.

#### ARTICLE VI - BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors, who must be members of this Corporation. The initial board shall consist of eight (8) directors. The number of directors may be increased by the By-Laws of this Corporation, but shall never be less than seven (7) directors. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
J. Warren Bullard	631 S.E. 40th Avenue Ocala, FL 34471
Father Patrick J. Sheedy	5 S.E. 17th Street Ocala, FL 34471
Father Luis Barrera	5 S.E. 17th Street Ocala, FL 34471
Cristobal Diaz	4440 S.W. 44th Lane Ocala, FL 34474
Cheryl Curtin	
Vivian Swanson	

Kevin Stoothoff

Oscar Arboleda

Unless contrary provisions are made by law, each director's term of office shall be for one (1) year, but all directors shall continue in office until their successors are duly elected and installed. There shall be held at each annual meeting of the general membership of this Corporation, an election of Board of Directors.

A majority of the directors currently serving as such shall constitute a quorum. Except as herein otherwise specified, the decision of a majority of the directors present at a meeting at which a quorum is present shall be required and shall be sufficient to authorize any action on behalf of the Corporation. Each director shall be entitled to one vote on every matter presented to the Board of Directors.

Any meeting of the members or of the Board of Directors of the Corporation may be held within or without the State of Florida.

#### ARTICLE VII - OFFICERS

The officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer and such other officers and assistant officers as may be provided in the By-Laws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-Laws. The name and title of each initial officer of the

Corporation who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Name</u>	<u>Title</u>
Father Patrick J. Sheedy	President
Cheryl Curtin	Vice-President
Father Luis Barrera	Secretary
J. Warren Bullard	Treasurer

#### ARTICLE VIII - DISSOLUTION

In the event of dissolution of this Corporation, the assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, or corresponding sections of any prior or future Internal Revenue Code or to the Federal, state or local government for exclusive public purpose.

#### ARTICLE IX - BY-LAWS

The first By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

#### ARTICLE X - DURATION

This Corporation shall have perpetual existence.

#### ARTICLE XI - AMENDMENTS

Amendments to these Articles shall be proposed by a member of the Board of Directors and be adopted by two-thirds (2/3) of the members of the Board of Directors of the Corporation at any regular or special meeting called for that purpose, provided that the full text of any proposed amendment shall be included in the notice of such regular or

special meeting and provided further that the voting requirements specified for any action under any provision of these Articles shall apply also to any amendment of such provision.

#### ARTICLE XII - INCORPORATORS

The name and address of each incorporator is as follows:

<u>Name</u>	<u>Address</u>
J. Warren Bullard	631 S.E. 40th Avenue Ocala, FL 34471
Father Patrick J. Sheedy	5 S.E. 17th Street Ocala, FL 34471
Father Luis Barrera	5 S.E. 17th Street Ocala, FL 34471

#### ARTICLE XIII - INDEMNIFICATION

Any person made a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether or not brought by or in the right of the Corporation, brought to impose any liability or penalty on such person for any act or acts alleged to have been committed (including alleged omissions or failures to act) by such person in his capacity as director, officer, employee, or agent of the Corporation, or of any other corporation, partnership, joint venture, trust or other enterprise which he served as such at the request of the Corporation, shall be indemnified by the Corporation, unless the conduct of such person is finally adjudged to have been grossly negligent or to constitute willful misconduct against judgment, for the cost of fines, reasonable amounts

paid in settlement, and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action, suit or proceeding, including any appeal thereof. The Corporation shall pay such expenses, including attorneys' fees, in advance of the final disposition of any such action, suit or proceeding upon receipt of an undertaking satisfactory to the Board of Directors by or on behalf of such person to repay such amount, unless it shall ultimately be determined that he/she is entitled to indemnification by the Corporation for such expense. Indemnification hereunder shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, personal representatives and administrators of such person. The Board of Directors may authorize the purchase and maintenance of insurance on behalf of any person who is or was a director, officer, employee, or agent of another corporation, partnership, limited partnership, joint venture, trust or other enterprise against liability asserted against him/her and incurred by him/her in any such capacity or arising out of his/her status as such, whether or not the corporation would have the power to indemnify him/her against such liability hereunder.

**ARTICLE XIV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 18 N.W. Third Avenue, Ocala, FL 34475, and the name of its initial Registered Agent at that address is J. Warren Bullard.

ARTICLE XV - PRINCIPAL PLACE OF BUSINESS AND MAILING

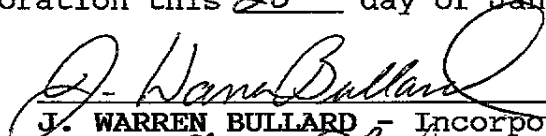
ADDRESS

The principal place of business of this Corporation is 5 S.E. 17th Street, Ocala, FL 34471 and the mailing address of this Corporation shall be: 5 S.E. 17th Street, Ocala, FL 34471.

ARTICLE XVI - NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation this 28<sup>th</sup> day of January, 2002.

  
J. WARREN BULLARD - Incorporator

  
FATHER PATRICK J. SHEEDY - Incorporator

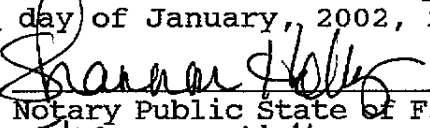
  
FATHER LUIS BARRERA - Incorporator

STATE OF FLORIDA  
COUNTY OF MARION

BEFORE Me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared J. WARREN BULLARD, FATHER PATRICK J. SHEEDY, AND FATHER LUIS BARRERA, who produced personally known as identification, and known by me to be the persons who executed the foregoing Articles of Incorporation, and severally acknowledged to and before me that they executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 28<sup>th</sup> day of January, 2002, in the aforesaid County and State.

My commission expires:

  
Notary Public State of Florida  
Shannon Holly  
Printed Name of Notary



Shannon Holly  
Commission # CC952056  
Expires June 29, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of **CRISTO MAESTRO FOUNDATION, INC.**, which is contained in the foregoing Articles of Incorporation.

Dated this 28<sup>th</sup> day of January, 2002.

  
**J. WARREN BULLARD**  
Registered Agent

**FILED**  
02 FEB 20 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA