

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000134460 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FOWLER, WHITE 2
Account Number : I19990000148
Phone : (813) 228-7411
Fax Number : (813) 228-9401

Debbie Baker

02 MAY - 7 PM 2:54

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS*File #198-0266*

FLORIDA NON-PROFIT CORPORATION

Saint Leo University Resident Hall Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

MAY 07 2002

8

Fax Audit No.: H02000134460 3
Page 1 of 7

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -7 PM 2:54

ARTICLES OF INCORPORATION
OF
SAINT LEO UNIVERSITY RESIDENT HALL FOUNDATION, INC.

These Articles of Incorporation are hereby made and acknowledged by the undersigned, to be filed with the Secretary of State, State of Florida, for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Address

(a) The name of the corporation shall be SAINT LEO UNIVERSITY RESIDENT HALL FOUNDATION, INC.

(b) The street address of the initial principal office of the corporation shall be 33701 State Road 52, Saint Leo, Florida 33574.

ARTICLE II

Term of Existence

The corporation shall have perpetual existence.

Fax Audit No.: H02000134460 3
Page 2 of 7

ARTICLE III

Purposes; restrictions

(a) Subject to the restrictions set forth in paragraph (b), the purpose for which the corporation is organized is to provide resident housing for students of Saint Leo University, including the arrangement of financing and construction of resident housing.

(b) Despite any contrary provision of these Articles:

(1) No part of the net earnings of the corporation shall inure to the benefit of any director or 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).

(2) No director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

(3) No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent Federal tax laws.

Fax Audit No.: H02000134460 3
Page 3 of 7

(5) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent Federal tax laws.

(6) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent Federal tax laws.

(7) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent Federal tax laws.

(8) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent Federal tax laws.

(9) The corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent Federal tax laws.

(10) Despite any other provision of these Articles or Florida law, the corporation shall not carry on any activities not permitted for an organization exempt under Sections 501(a) and 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any subsequent Federal tax laws, or by organizations, contributions to which are deductible under Section 170(c)(2) of such Code.

Fax Audit No.: H02000134460 3
Page 4 of 7

ARTICLE IV

Powers

Subject to the restrictions in these Articles, the corporation shall have all corporate powers authorized by the laws of the State of Florida for corporations not for profit.

ARTICLE V

Members

- (a) The corporation shall have one class of members.
- (b) The rights of members, and the qualification and designation of members, shall be as set forth in the bylaws of the corporation.

ARTICLE VI

Directors

- (a) All corporate powers shall be exercised by or under the authority of, and the affairs of this corporation shall be managed by, a Board of Directors.
- (b) The manner in which future directors are to be elected or appointed shall be as set forth in the bylaws of the corporation. The number of directors may be increased or decreased in the manner provided in the bylaws of the corporation, but the corporation shall always have at least three (3) directors. The name and address of each person constituting the initial Board of Directors is as follows:

Fax Audit No.: H02000134460 3
Page 5 of 7

<u>Name</u>	<u>Address</u>
Arthur F. Kirk, Jr.	30241 Fairway Drive Saint Leo, Florida 33574
Thomas Buckridge	17955 Holly Brook Drive Tampa, Florida 33647
Sister Mary Clare Newhofer, O.S.B.	Holy Name Monastery 3201 State Road 52 Saint Leo, Florida 33574

ARTICLE VII

Bylaws

The initial bylaws of the corporation shall be adopted by the directors of the corporation. The power to alter, amend, or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors, except as otherwise provided in the bylaws.

ARTICLE VIII

Amendment of Articles of Incorporation

The procedure for amending these Articles of Incorporation shall be as prescribed by Florida law.

ARTICLE IX

Dissolution

Upon the dissolution of the corporation or the winding up of its affairs, the remaining assets of the corporation shall be turned over to one or more organizations which themselves are exempt

Fax Audit No.: H02000134460 3
Page 6 of 7

as organizations described in Sections 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any subsequent Federal tax laws.

ARTICLE X

Registered Office and Registered Agent

- (a) The street address of the corporation's initial registered office is 501 East Kennedy Boulevard, Suite 1700, Tampa, Florida 33602.
- (b) The name of the corporation's initial registered agent at that address is Mitchell I. Horowitz.

ARTICLE XI

Incorporator

The name and address of the incorporator of the corporation is as follows:

Mitchell I. Horowitz
501 East Kennedy Boulevard, Suite 1700
Tampa, Florida 33602

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this 7th day
of May, 2002.

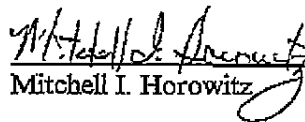


Mitchell I. Horowitz

Fax Audit No.: H02000134460 3
Page 7 of 7

CERTIFICATE OF ACCEPTANCE

Having been named registered agent, to accept service of process for the above stated corporation at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity. I am familiar with, and accept, the obligations provided for in Section 617.0502, Florida Statutes.



Mitchell I. Horowitz

Registered Agent

Date: May 7, 2002

FWMIHDOCS11812.wpd

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -7 PM 2:54