

APR. 17. 2007 1:53 PM

CRARY, BUCHANAN

NO. 0980 P. 1

N07000003911

Florida Department of State
Division of Corporations
Public Access System

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.

((H07000099065 3)))



H070000990653ABC3

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 : CRARY, BUCHANAN, BOWDISH, ET AL
Account Number : 076424001425
Phone : (772) 287-2600
Fax Number : (772) 287-0115

FILED
07 APR 17 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Society of St. Vincent De Paul of St. Christopher Co

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$70.00

MRD 4/18

APR 17 2007 12:53PM

CRARY BUCHANAN

NO. 0980 P. 2

FILED

07 APR 17 AM 11:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit Number: H070000990653

ARTICLES OF INCORPORATION

OF

SOCIETY OF ST. VINCENT De PAUL OF ST. CHRISTOPHER CONFERENCE, INC.

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not-for-profit under and pursuant to Chapter 617, Florida Statutes (2006), and do hereby certify as follows:

ARTICLE I
NAME

The name of this corporation is SOCIETY OF ST. VINCENT De PAUL OF ST. CHRISTOPHER CONFERENCE, INC. The corporation is sometimes referred to herein as the "Corporation."

ARTICLE II
DEFINITIONS

All terms used herein are to have the same meaning as said terms have in the By-Laws of the Corporation and any amendments thereto, subject to definitions set forth in the Florida Statutes.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and mailing address of the Corporation's principal office is 12001-D SE Federal Highway, Hobe Sound, Florida 33455.

Prepared by:
Lawrence E. Crary III, Esq.
888 Colorado Avenue
Stuart, Florida 34994
(772) 287-2600
Fla. Bar No.: 250414

Fax Audit Number: H070000990653

Fax Audit Number: H070000990653

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent at that address are as follows:

Lawrence E. Crary III

555 Colorado Blvd.
Stuart, FL 34994

ARTICLE V
OBJECTS, PURPOSES AND POWERS

Section 1. The Corporation shall be a corporation not-for-profit organized for non-profit purposes and activities and no part of its net earnings shall inure to the benefit of any private shareholder or member of the Corporation and the Corporation may engage in other activity which further these purposes or are ancillary or incident thereof, and may engage in other activities permitted for charitable organizations under the laws of the State of Florida, any other state and the United States.

Section 2. The object and purpose for which this Corporation is organized is:

To serve as a Conference under the rules and bylaws of the National Council of the Society of St. Vincent de Paul (USA).

Section 3. The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 4. Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization 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.

Section 5. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the State Court having jurisdiction in the county in which the principal office of the Corporation is then located exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Section 6. The Corporation shall have the power to do all things necessary and proper to carry out and accomplish the above objects and purposes and of such other objects and

Fax Audit Number: H070000990653

Fax Audit Number: H070000990653

purposes as are deemed necessary or proper by its Directors. The Corporation shall have all of the powers of a Corporation not-for-profit organized and existing under the laws of the State of Florida, and all the powers reasonably necessary to implement the powers of the Corporation.

ARTICLE VI MEMBERS

Section 1. The Members of this Corporation shall consist of Catholics who apply to and are accepted by the Board of Directors of the Corporation in accordance with the rules and bylaws of the National Council of the Society of St. Vincent de Paul (USA).

Section 2. Membership in this Corporation cannot be assigned, hypothecated or transferred in any manner.

ARTICLE VII TERM

This Corporation shall exist perpetually.

ARTICLE VIII BOARD OF DIRECTORS/OFFICERS

The President of the Corporation shall be elected by the Members for a three (3) year term which may be renewed once. The President shall appoint, from among the Members, a Board of Directors which shall consist of at least one Vice-President, a Secretary, a Treasurer and such other members as the President shall choose. The names and addresses of the first Board of Directors and officers who shall hold office until their successors are elected or appointed are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Joseph Zarro	President	7095 SE Bluebird Circle Hobe Sound, FL 33455
Dee Celona	Vice President	3482 NE Causeway Blvd., Bldg. 2-104 Jensen Beach, FL 34957
Arthur Bourgea	Treasurer	8881 SE Sandcastle Circle Hobe Sound, FL 33455
Karen Bradshaw	Secretary	3281 SE Fairway West Stuart, FL 34997

Fax Audit Number: H070000990653

Fax Audit Number: H070000990653

ARTICLE IX
INDEMNIFICATION

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed by him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer of the Corporation, or any settlement thereof, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE X
DISPOSITION OF ASSETS UPON DISSOLUTION

No member, Director or officer of the Corporation or other private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation. Upon dissolution of the Corporation, the assets of the Corporation shall be granted, conveyed and assigned to an appropriate public body, agency or agencies, or any one of them or to any one or more non-profit corporations, associations, trusts or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Corporation.

ARTICLE XI
AMENDMENT OF ARTICLES

These Articles may be amended by an affirmative vote of two-thirds (2/3) of the Members of the Corporation entitled to vote.

ARTICLE XII
BY-LAWS

The Corporation may adopt By-Laws governing the conduct of the affairs of the Corporation in accordance with the rules and bylaws of the National Council of the Society of St. Vincent de Paul (USA). These By-Laws may be altered, amended, or rescinded as provided in the By-Laws by the affirmative vote of two-thirds (2/3) of the Members of the Corporation present at any meeting of the Members.

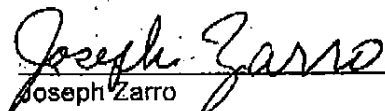
Fax Audit Number: H070000990653

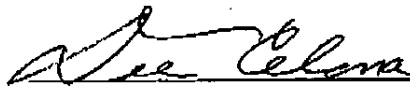
Fax Audit Number: H070000990653ARTICLE XIII
INCORPORATORS

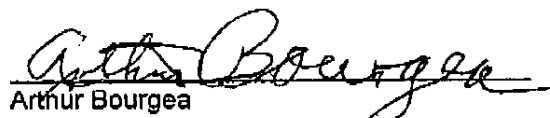
The names and addresses of the incorporators of the Corporation by these Articles of Incorporation are as follows:


<u>Name</u>	<u>Address</u>
Joseph Zarro	7095 SE Bluebird Circle Hobe Sound, FL 33455
Dee Celona	3482 NE Causeway Blvd., Bldg. 2-104 Jensen Beach, FL 34957
Arthur Bourgea	8881 SE Sandcastle Circle Hobe Sound, FL 33455
Karen Bradshaw	3281 SE Fairway West Stuart, FL 34997

IN WITNESS WHEREOF, the incorporators have hereunto set their hands and caused these Articles of Incorporation to be executed this 13th day of April, 2007, at Stuart, Florida.


Joseph Zarro


Dee Celona


Arthur Bourgea


Karen Bradshaw

Fax Audit Number: H070000990653

Fax Audit Number: H070000990653STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 13 day of April, 2007, by Joseph Zarro. He (please check one of the following) ☒ is personally known to me or ☐ who has produced _____ as identification, and who (please check one of the following) ☐ did or ☐ did not take an oath.

(SEAL)



Mary E. Stevens
Commission #DD272085
Expires: Sep 17, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

Mary Stevens

NOTARY PUBLIC

Print Name: Mary StevensMy Commission Expires: 9-17-2007STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 13 day of April, 2007, by Dee Celona. She (please check one of the following) ☒ is personally known to me or ☐ who has produced _____ as identification, and who (please check one of the following) ☐ did or ☐ did not take an oath.

(SEAL)



Mary E. Stevens
Commission #DD272085
Expires: Sep 17, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

Mary Stevens

NOTARY PUBLIC

Print Name: Mary StevensMy Commission Expires: 9-17-2007STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 13 day of April, 2007, by Arthur Bourgea. He (please check one of the following) ☒ is personally known to me or ☐ who has produced _____ as identification, and who (please check one of the following) ☐ did or ☐ did not take an oath.

(SEAL)



Mary E. Stevens
Commission #DD272085
Expires: Sep 17, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

Mary Stevens

NOTARY PUBLIC

Print Name: Mary StevensMy Commission Expires: 9-17-2007Fax Audit Number: H070000990653

APR. 17. 2007 12:55PM

CRARY BUCHANAN

NO. 0980 P. 8

Fax Audit Number: H070000990653

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 13 day of April, 2007, by Karen Bradshaw She (please check one of the following) ☒ is personally known to me or ☐ who has produced _____ as identification, and who (please check one of the following) ☐ did ☐ did not take an oath.

(SEAL)



Mary E. Stevens
Commission #DD272085
Expires: Sep 17, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

Mary Stevens

NOTARY PUBLIC

Print Name: Mary Stevens

My Commission Expires: 9-17-2007

Fax Audit Number: H070000990653

Fax Audit Number: H070000990653**ACKNOWLEDGMENT OF REGISTERED AGENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.



Lawrence E. Crary III
Registered Agent

FILED
07 APR 17 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit Number: H070000990653