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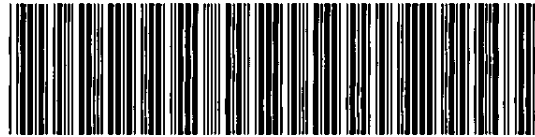
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1078-5856

2/6



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 427392 81624A

AUTHORIZATION :

COST LIMIT : \$ 78.75

[Handwritten signature]

ORDER DATE : February 1, 2008

ORDER TIME : 10:41 AM

ORDER NO. : 427392-005

CUSTOMER NO: 81624A

DOMESTIC FILING

NAME: COLONIAL HERITAGE OF FLORIDA,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 4, 2008

CSC
ATTN: SUSIE KNIGHT

SUBJECT: COLONIAL HERITAGE OF FLORIDA, INC.
Ref. Number: W08000005856

RESUBMIT
Please give original
submission date as file date.

We have received your document for COLONIAL HERITAGE OF FLORIDA, INC.. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Please return the corrected 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) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 708A00007243

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COLONIAL HERITAGE OF FLORIDA, INC.,
a Florida not for profit corporation

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2000 FEB -1 P 1:55

SECRETARY OF STATE

WE, the undersigned, with other persons being desirous of forming a corporation for religious and charitable purposes under the provisions of Chapter 617 of the Florida Statutes do agree to the following:

ARTICLE I
NAME

The name of the corporation shall be: COLONIAL HERITAGE OF FLORIDA, INC., a Florida not for profit corporation (hereinafter referred to as "Corporation"). The principal office address is 3220 N.W. 7th Avenue, Miami, FL 33127.

ARTICLE II
TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE III
COMMENCEMENT OF EXISTENCE

The Corporation shall be deemed to commence its existence on the date of filing and assignment of charter number.

ARTICLE IV
PURPOSES

The Corporation is organized as a not for profit organization of the Roman Catholic Church. The specific purposes of the Corporation are:

A. To promote and facilitate charitable, and civic activities primarily by receiving and soliciting contributions, gifts, grants, devises, and bequests for the support of historical, cultural, civic, educational, literary, and charitable organizations.

B. Subject to the limitations and conditions contained in any gift, devise or bequest, to invest its funds in such mortgages, bonds, debentures, shares of preferred and common stock and other securities and property as its directors shall deem advisable, and to that end to purchase, sell, mortgage, lease, pledge, encumber, assign and transfer the same;

C. To promote the acquisition, preservation, study, and exhibition of works of artistic, historical, or scientific value;

D. To the extent permitted by law, to do everything necessary or proper for the carrying out of the foregoing purposes.

ARTICLE V QUALIFICATION OF MEMBERS

The sole Member of this Corporation shall be The Most Reverend John C. Favalora, as Archbishop of Miami, and his successors in office.

ARTICLE VI SUBSCRIBERS

The name and residence of the subscriber to these Articles of Incorporation is:

The Most Reverend John C. Favalora
Archbishop of Miami
9401 Biscayne Boulevard
Miami Shores, FL 33138

ARTICLE VII RESERVATION OF POWERS TO MEMBERS

The following powers are specifically reserved to the Member and any provision in these Articles of Incorporation or the Bylaws that are in conflict shall be superseded:

(a) The Member shall approve any long range plan of the Corporation as well as any statement of policy and any changes thereto upon the recommendation of the Board of Directors.

(b) The Corporation shall not be merged, consolidated, or dissolved without the express written approval of the Member.

(c) The Bylaws shall not be altered, revised, or amended without the express written approval of the Member upon the recommendation of the Board of Directors.

(d) The Member shall approve in advance the appointment of all Directors, as proposed by the Board of Directors to the Member and shall only withhold such approval for grave reason, in accordance with the procedure determined by Canon Law.

(e) The Member may remove any Director at any time for a grave reason, in accordance with the procedures determined by Canon Law.

ARTICLE VIII
OFFICERS

Section 1. The Officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary, a Treasurer, any additional Assistant Secretaries or Treasurers, and such other officers as may be provided in the Bylaws. A person may hold more than one office at one time.

Section 2. The names of the persons who shall serve as Officers of the Corporation until the first meeting of the Board of Directors are:

NAME	OFFICE
Reverend Jose L. Menendez	President/Treasurer
Reverend Fernando Heria	Secretary

Section 3. The Officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE IX
BOARD OF DIRECTORS

The business affairs of this Corporation shall be managed by the Board of Directors. This Corporation shall have five Directors initially. The number of Directors may be increased or decreased from time to time, in accordance with the Bylaws but shall never be less than three.

The names and addresses of the persons who are to serve as Directors for the ensuing years, or until the first annual meeting of the Corporation are:

Reverend Jose Menendez
3220 N.W. 7th Avenue
9401 Biscayne Boulevard
Miami, FL 33127

Reverend Fernando Heria
8725 S.W. 32nd Street
Miami Shores, FL 33165

Dr. Alberto Bustamante
2512 Pershing Oaks Place
Orlando, FL 32806

Reverend Marcos Antonio Ramos
2765 S.W. 32nd Court
Miami, FL 33133

Reverend Federico Capdepón
9301 Biscayne Blvd.
Miami Shores, FL 33138

ARTICLE X BYLAWS

The Member of this Corporation shall adopt the Bylaws for the conduct of the Corporation's business and the carrying out of its purposes upon the recommendation of the Board of Directors.

Upon the recommendation of the Board of Directors, the Bylaws may be amended, altered or rescinded by the sole Member of this Corporation at any regular meeting or special meeting called for that purpose.

ARTICLE XI AMENDMENTS

These Articles of Incorporation may be amended by the Member of this Corporation at any regular or special meeting called by the sole Member for that purpose.

ARTICLE XII CONDUCT OF AFFAIRS

The business and affairs of the Corporation shall be conducted in a manner that does not contravene the Code of Canon Law, the religious directives of the Archdiocese of Miami, all applicable directives and teachings of the Roman Catholic Church, and the provisions of the Articles of Incorporation and Bylaws of this Corporation.

ARTICLE XIII LIMITATIONS ON ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation. No substantial part of

the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate or public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law); or b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

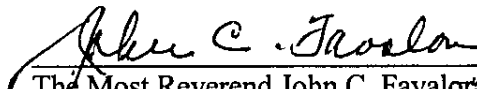
ARTICLE XIV DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this Corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations selected by the sole member which have qualified for exemption under Section 501(c)(3) of the Internal Revenue code and none of the assets will be distributed to any member, officer or director of this Corporation, provided, however, that the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon a not-for-profit corporate member described in Section 501(c)(3) of the Code.

ARTICLE XV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 110 Merrick Way, Suite 3-B, Coral Gables, Florida, 33134, and the name of the initial registered agent of this Corporation at the address is J. Patrick Fitzgerald, Esquire.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 31 day of January, 2008, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.



The Most Reverend John C. Favalora,
Archbishop of Miami

2008 FEB - 1 P 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

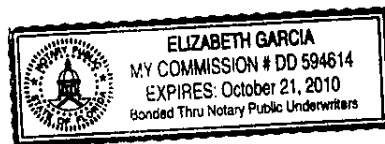
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STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE) SS:

The foregoing instrument was acknowledged before me this 31 day of January, 2008, by The Most Reverend John C. Favalora, as Archbishop of Miami, as subscribing incorporator of COLONIAL HERITAGE OF FLORIDA, INC., a Florida not for profit corporation, on behalf of the Corporation. (Check one) [☒ He is personally known to me or [☐ He has provided N/A], as identification.


NOTARY PUBLIC-STATE OF FLORIDA
At Large
Print, type or stamp Notary commissioned name:

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process of the above-styled Corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.



J. Patrick Fitzgerald
Registered Agent

RJD/mmr/cg/1-802/Articles.of.Inc.-FINAL-11-29-07

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA