

ND8000008067

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

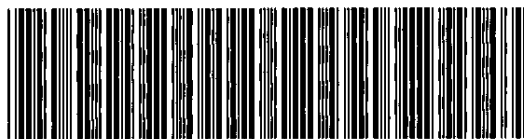
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

8/25/08 Batch work

Office Use Only



500132934315

07/31/08--01032--002 **236.25

FILED
2008 AUG 25 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
2008 AUG 25 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-28
C.S.

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Franciscans of Fort Lauderdale, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Conrad S. Kulatz
Name (Printed or typed)

633 SE Third Ave. Suite 4R
Address

Fort Lauderdale, FL 33301
City, State & Zip

(954) 527-0002
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
THE FRANCISCANS OF FORT LAUDERDALE, INC.**

FILED

2000 AUG 25 PM 4:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Corporate Name

The name of this Corporation is The Franciscans of Fort Lauderdale, Inc. and it is located at 1785 N.W. 39 Place, Oakland Park, Florida 33309-4452

ARTICLE II

Corporate Nature

This is a nonprofit Corporation, organized for general religious and charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

Duration

The term of existence of the Corporation is perpetual.

ARTICLE IV

General and Specific Purposes

The specific and primary purposes for which this Corporation is formed are:

- (a) The Corporation is founded for the purpose of living in the spirit of St. Francis, the little poor man of Assisi; striving to follow his lead as the Corporation assists the needy in the Kingdom of God by prayers, alms, and good works;
- (b) for the advancement of religious and charitable purposes and any other related or corresponding charitable purposes by the distribution of its funds for such purposes;
- (c) solicit and accept gifts of money or property in order to carry out the purposes as set forth herein; and,

(d) to operate exclusively in any other manner for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal or state tax laws, covering distributions to organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V

Management of Corporate Affairs

This Fraternity shall be under the jurisdiction of the Polish National Catholic Church and its lawfully elected or appointed successors.

In matters of a material, economic and social nature, the Members of this Fraternity shall have the control and management thereof, subject to the provisions of the Constitution and Laws of the Polish National Catholic Church.

The Executive Committee of this Fraternity shall consist of the Corporate Director, President, Secretary, Treasurer, and not less than three (3) Director, unless otherwise prescribed by law, all of whom shall be members, in good standing, of this Fraternity.

The Officers and Directors of this Fraternity shall be elected at the annual Fraternity meeting to hold office for the ensuing year and until others are chosen and qualified in their stead. Vacancies in any of such offices shall be filled by the Executive Committee for the unexpired term.

Any action required or permitted to be taken by the Executive Committee under any provision of law may be taken without a meeting, if all members of the Executive Committee shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Executive Committee, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Executive Committee. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Executive Committee without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Executive Committee members. Such a statement shall be prima facie evidence of

such authority.

(a) Board of Directors. The names and addresses of the initial members of the Board of Directors are as follows:

1. Joseph C. Spina
1785 N.W. 39 Place
Oakland Park, FL 33309
2. Estelle C. Filipelli
6391 Sagewood Way
Delray Beach, FL 33484
3. Richard Smith
6703 Rio Pinar Street
North Lauderdale, FL 33068
4. Jason McGuire
1785 N.W. 39 Place
Oakland Park, FL 33309

(b) Corporate Officers. The Fraternity Members shall elect the following Officers: Director, President, Secretary, Treasurer, and such other officers as the Bylaws of this Corporation may authorize. Such Officers shall be elected at the annual meeting of the Fraternity. Until such election is held, the following persons shall serve as Corporate Officers:

Director:

Fr. Joseph C. Spina, OSF
1785 N.W. 39 Place
Oakland Park, FL 33309

President:

Estelle C. Filippelli, SFO
6391 Sagewood Way
Delray Beach, FL 33484

Secretary:

Jason McGuire
1785 N.W. 39 Place
Oakland Park, FL 33309

Treasurer:

Richard Smith
6703 Rio Pinar Street
North Lauderdale, FL 33068

ARTICLE VI

Earnings & Activities of Corporation

(a) No part of the net cash flow or earnings, if any, or assets 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 set forth in Article IV hereof.

(b) 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 for public office.

(c) 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 VII

Distribution of Assets

This Fraternity shall not be liquidated, and title to Fraternity property shall not be transferred without the written consent of the Prime Bishop and the Supreme Council

of the Polish National Catholic Church. Upon liquidation of this Fraternity, or its expulsion, or its cessation, or its Warrant being lawfully revoked, or title to this Fraternity property unlawfully transferred, then all of its legally acquired or accumulated funds, moneys and property, whether real or personal, shall revert and become the property of the Polish National Catholic Church in accordance with the provisions and statutes of this Church for the purposes of the National Church in such manner as shall at the time qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future Internal Revenue Law).

ARTICLE VIII

Membership

(a) The Corporation shall have one class of Members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

(b) Any person paying the dues provided for by the Bylaws and agreeing to be bound by the Articles of Incorporation and the Bylaws of the Corporation and by such rules and regulations as the Executive Committee may from time to time adopt, is eligible for membership.

(c) A prospective Member shall be eligible for membership upon presentation of an application approved by the membership committee, for approval and acceptance by the Executive Committee.

ARTICLE IX

Subscribers

The names and residence address of the Subscriber of this Corporation are as follows:

Fr. Joseph C. Spina, OSF
1785 N.W. 39 Place
Oakland Park, FL 33309

ARTICLE X

Amendment of Bylaws

Subject to the limitations contained in the Bylaws, and any limitation set forth in the Corporation Not For Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Executive Committee, or by following the procedure set forth therefor in the Bylaws.

ARTICLE XI

Dedication of Assets

The property of this Corporation is irrevocably dedicated to religious and charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director, Officer or Member thereof, or the benefit of any private individual.

ARTICLE XII

Registered Agent and Office


The address of the Corporation's registered office shall be 633 SE 3rd Ave., Suite 4R, Fort Lauderdale, Florida 33301 and the name of its registered agent at said address shall be Conrad S. Kulatz, Esq.

ARTICLE XIII

Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of Members for their vote.

I, **THE UNDERSIGNED**, being the Subscriber and incorporator of this Corporation, for the purpose of forming this nonprofit Corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 22 day of August, 2008.


Fr. Joseph C. Spina, OSF
Subscriber

State of Florida)
) ss.
County of Broward)

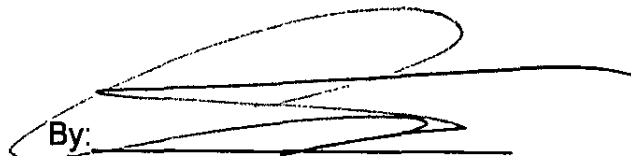
The foregoing instrument was acknowledged before me this 22 day of August, 2008 by Fr. Joseph C. Spina, OSF, subscriber herein, who is personally known to me.

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
Elisabeth Bird
Commission #DD672763
Expires: MAY 10, 2011
BONDED THRU ATLANTIC BONDING CO., INC.


Notary Public

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


By: _____
Conrad S. Kulatz, Esquire

FILED
2008 AUG 25 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA