

08/24/2010

Division of Corporations

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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION
Catholic Charities - Arbor-Villas, Inc.

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ARTICLES OF INCORPORATION
OF
CATHOLIC CHARITIES - ARBOR VILLAS, INC.
A NON-PROFIT CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is CATHOLIC CHARITIES - ARBOR VILLAS, INC. (hereinafter referred to as "the Corporation").

ARTICLE II
DURATION

The corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 8517 James Joseph Way, Port Richey, Florida 34668, and the name of the initial registered agent of this corporation is JOSEPH A. DIVITO, and the address of the registered agent is 4514 Central Avenue, St. Petersburg, Florida 33711.

ARTICLE IV
PURPOSE

The purposes for which the Corporation is formed, and the business and objectives to be carried on and promoted by it, are as follows:

- (A) To generally provide housing for the geographic area served by the Roman Catholic Diocese of St. Petersburg, including, but not limited to, the ability to construct, rehabilitate, or otherwise develop and/or operate housing facilities.
- (B) The corporation may exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code.
- (C) The Corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.

ARTICLE V
POWERS

The Corporation is empowered:

- (A) To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property, and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article IV hereof.
- (B) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the

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same by mortgage, pledge, or other lien on the Corporation's property.

- (C) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation as permitted non-profit corporations under Chapter 617 of the Florida Statutes.
- (D) In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, the residual 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 or future law, or to the Federal, State or local government for exclusive public purpose.
- (E) Notwithstanding any other provisions of these articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) 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) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

ARTICLE VI
DIRECTORS AND MEMBERS

The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than three (3) in number who shall be elected by the members of the Corporation at the Annual Meeting. The Directors of the Corporation must, at all times, be members of the Corporation. The names and post office addresses of the persons who shall serve as initial Directors until their successors are duly qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Frank V. Murphy	1213 16 th Street North St. Petersburg, FL 33705
Sheila Lopez	1213 16 th Street North St. Petersburg, FL 33705
James Wayne	1213 16 th Street North St. Petersburg, FL 33705

Directors shall serve without compensation.

Membership in the Corporation shall, at all times, be limited to individuals who are approved by Catholic Charities, Diocese of St. Petersburg, Inc.

ARTICLE VII
OFFICERS

The officers of the Corporation as provided by the By-Laws of the Corporation shall be elected by the Directors of the Corporation in the manner therein set out, and shall serve until their successors are elected and qualified. The Directors shall elect the regular officers of the Corporation at the annual meeting for terms of one year.

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The following officers who will serve until the first meeting of the Board of Directors are:

<u>NAME</u>	<u>OFFICE</u>
Frank V. Murphy	President
Sheila Lopez	Vice President
James Wayne	Secretary/Treasurer

ARTICLE VIII
SUBSCRIBERS

The subscriber to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Joseph A. DiVito	4514 Central Avenue St. Petersburg, FL 33711

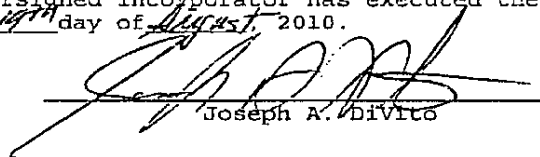
ARTICLE IX
BY-LAWS

By-Laws of the Corporation may be adopted, made, altered, or rescinded by the Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

ARTICLE X
AMENDMENTS

Amendment to the Articles of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a majority is present and must be adopted by a two-thirds vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the By-Laws.

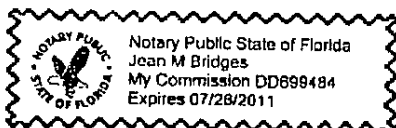
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 19th day of August, 2010.

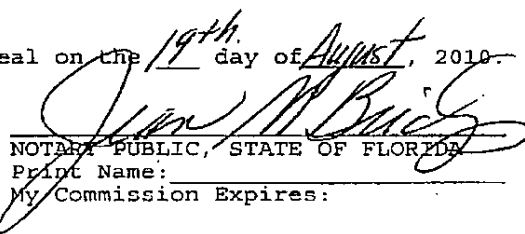

Joseph A. DiVito

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Joseph A. DiVito who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal on the 19th day of August, 2010.




NOTARY PUBLIC, STATE OF FLORIDA
Print Name: _____
My Commission Expires: _____

08/24/2010 10:44

(FAX)

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ACCEPTANCE BY DESIGNATED REGISTERED AGENT

CATHOLIC CHARITIES - ARBOR VILLAS, INC., having designated JOSEPH A. DiVITO as its Registered Agent at the address located at 4514 Central Avenue, St. Petersburg, Florida 33711, and Joseph A. DiVito, as having been so named to accept service for the above-named corporation at the place above indicated, does hereby accept the designation as Registered Agent.

Dated this 19th day of August, 2010.


JOSEPH A. DiVITO
Registered Agent

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