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FLORIDA PROFIT/NON PROFIT CORPORATION

Pope 800, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION  
OF  
POPE 800, INC.  
(A Florida Not for Profit Corporation)

The undersigned subscriber to these Articles of Incorporation hereby forms a not-for-profit corporation under Chapter 617, Florida Statutes.

ARTICLE I  
NAME

The name of the corporation is Pope 800, Inc.

ARTICLE II  
ADDRESS

The Corporation's mailing address and principal office shall be:

399 West Palmetto Park Road  
Suite 106  
Boca Raton, Florida 33432

ARTICLE III  
INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Michael Fimiani  
399 West Palmetto Park Road  
Suite 106  
Boca Raton, Florida 33432

ARTICLE IV  
PURPOSE

The Corporation shall be organized exclusively as a non-profit, tax exempt organization under Section 501(c)(3) of the U.S. Internal Revenue Code of 1968, as amended. The Corporation shall be comprised of interested parents, alumni and community leaders and shall be operated for the following exempt purposes:

- A. Improving enrollment at Pope John Paul II High School in Boca Raton, Florida  
by:
- (i) Focusing on a Christ-centered campus with active clergy involvement;

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(ii) Envisioning a blue ribbon standard school with the highest educational, moral and ethical standards;

(iii) Seeking the highest quality teachers and educators with advanced degrees and certifications;

(iv) Encouraging students to reach their highest potential academically and attend the university or college of their choice;

(v) Establishing an endowment to underwrite necessary capital improvements, technological advances and financial assistance;

(vii) Obtaining state of the art classroom and athletic facilities; and

(viii) Fostering communication among parents, teachers, staff and the surrounding community for the betterment of Pope John Paul II High School.

B. The Corporation shall be authorized to invest, reinvest, and administer the principal or the income of the Corporation's assets in such manner as, in the judgment of the Board of Directors, will best promote the purposes of the Corporation and shall be further authorized to exercise each and every power and right granted to a Corporation Not for Profit under the laws of the State of Florida as may be necessary for the furtherance of its purposes limited only by the restrictions set forth in these Articles of Incorporation.

C. The Corporation shall be authorized to collect funds in furtherance of the Corporation's objectives, to prudently expend all funds received and disburse the net interest and other earnings that may be received in satisfaction of its operating expenditures and expenses and in support of meritorious projects which may further its objectives.

D The Corporation shall be authorized to perform all other acts and carry on and conduct all other activities necessary or useful in connection with or incidental to the accomplishment of any of the purposes set forth herein to the full extent permitted by the laws of the State of Florida and these Articles of Incorporation.

Notwithstanding any other provisions of these Articles of Incorporation, (i) no substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and 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; and (ii) the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (a) by an organization exempt under Section 501(c)(3) of the Code and its treasury Regulations as they now exist or as they may hereafter be promulgated or amended, or (b) by a not-for-profit corporation under the laws of the State of Florida as they now exist or may be hereafter amended.

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ARTICLE V  
DIRECTORS

The directors of the Corporation are elected or appointed in the manner stated in the bylaws.

ARTICLE VI  
INCORPORATOR

The name and address of the incorporator of this Corporation is:

Michael Fimiani  
399 West Palmetto Park Road  
Suite 106  
Boca Raton, Florida 33432

ARTICLE VII  
TERM

The term of the Corporation shall be perpetual or until dissolved by due process of law.

ARTICLE VIII  
INDEMNIFICATION  
OF OFFICERS AND DIRECTORS

The Corporation shall defend, indemnify and hold harmless every registered agent, director and officer of this Corporation, and each of their respective heirs, personal representatives and administrators (individually, an "Indemnified Party"), from and against any and all direct and indirect losses, claims, obligations, demands, assessments, penalties, liabilities, costs, damages, reasonable attorneys' fees and expenses (including, without limitation, all reasonable costs of experts and all reasonable costs incidental to or in connection with any appellate process) asserted against or incurred by any Indemnified Party by reason of such Indemnified Party serving as a director, officer or other position with or for the Corporation, except as in connection with any matter where such Indemnified Party shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a not-for-profit corporation under Chapter 617, Florida Statutes, to do business within the State of Florida, does make and file these Articles of Incorporation.

  
Michael Fimiani,  
Incorporator

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CERTIFICATE OF REGISTERED AGENT OF  
POPE 800, INC.

Pursuant to Section 617.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That Pope 800, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Corporation, has named Michael Fimiani, 399 West Palmetto Park Road, Suite 106, Boca Raton, Florida 33432, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 15 day of November, 2011.

By: 

Michael Fimiani

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