

112000011013

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

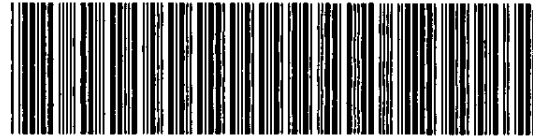
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
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FEB 26 2013
T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Missionaries of Mercy, Inc

DOCUMENT NUMBER: N12000011013

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Fr. Scott Francis Binet MD,MI

(Name of Contact Person)

Missionaries of Mercy, Inc.

(Firm/ Company)

8009 Miramar Parkway

(Address)

Miramar, Florida 33025

(City/ State and Zip Code)

fatherscottfrancis@missionariesofmercy.us

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Fr. Scott Francis Binet

(Name of Contact Person)

at (414) 731-7318

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|---|--|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Missionaries of Mercy, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N12000011013

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

N/A

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

SECRETARY OF STATE
FLORIDA STATE PALM BEACH

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New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation. Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See attached amendments to the articles of incorporation of
the Missionaries of Mercy, Inc. (purpose and dissolution clauses).

The date of each amendment(s) adoption: February 19, 2013

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated February 19, 2013

Signature Fr. Scott F. Binet M.D.

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Fr. Scott Francis Binet MD, MI
(Typed or printed name of person signing)

President
(Title of person signing)

Amendment
Articles of Incorporation - Missionaries of Mercy, Inc.

Purpose Clause

The Corporation is organized exclusively for charitable, religious, scientific and educational purposes as meant by and within the meaning of those terms as used in section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any successor statute thereto (the "Code"), which includes the following specific purposes.

1. To serve the medical, humanitarian, pastoral and educational needs of people affected by man-made and natural disasters.
2. To carry out the philosophy and mission of the Missionaries of Mercy, an ecclesial family of the Roman Catholic Church currently pending formal approval in the Archdiocese of Miami; to engage in activities relating to the aforementioned purposes; and to solicit, collect and receive gifts, bequests, devises or grants of real or personal property, to accept the same subject to such restrictions as may be imposed thereon, from individuals, estates, trusts, associations, corporations or other entities, all to or for the benefit of or to carry out the aforementioned charitable, religious, scientific and educational purposes.
3. To acquire , buy, receive, own, lease and enjoy, any and all kinds or types of property, either real, personal, or mixed, and to mortgage, sell, exchange, transfer or assign such properties where required in furtherance of the purposes set forth herein.
4. To make distributions of assets and funds to organizations that qualify as exempt organizations under the Code section 501(c)(3).
5. To make distributions of assets and funds to benefit national or international endeavors which further the tax-exempt purposes of the Corporation.
6. To contract with other organizations, for profit and with individuals, and with governmental agencies in furtherance of these purposes.

The goals, purposes and powers of the Corporation shall be exercised in conformity with those of the Roman Catholic Church and the Missionaries of Mercy, an ecclesial family of the the Roman Catholic Church currently pending formal approval in the Archdiocese of Miami. The Corporation shall be committed to a Christian approach to community service, and shall conduct operations consistent with the philosophy and mission of the Missionaries of Mercy. All facilities, services and programs of the Corporation shall be

conducted for the benefit of community members regardless of race, color, creed, gender: age, handicap, national origin or financial status.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Code section 501 (c)(3), or (2) by a corporation, contributions to which are deductible under Code section 170(c)(2).

Amendment
Articles of Incorporation - Missionaries of Mercy, Inc.

Dissolution and Liquidation

If the Corporation proves unable to carry out the purpose for which it was created, the Corporation shall be dissolved in accordance with law. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation to such corporation as may be designated by the Missionaries of Mercy, an ecclesial family of the the Roman Catholic Church currently pending formal approval in the Archdiocese of Miami, if such Corporation designated by the Missionaries of Mercy is then described in Code section 501(c)(3)1 or if not then so described, to one or more organizations sponsored or controlled by the Roman Catholic Church or by any religious order thereof which are described in Code section 501(c)(3), as determined in the plan to dissolve which shall be adopted in conformance with the terms of these Articles of Incorporation and the By-Laws of the Corporation. If the Board of Directors proves unable to agree upon the disposition of the Corporation's assets, all residual assets shall be surrendered to the Circuit Court in the county in which the Corporation's principal office is located for disposition by the Court for the benefit of other organizations that are exempt under Code Section 501(c)(3).