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FOLEY & LARDNER

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FLORIDA PROFIT/NON PROFIT CORPORATION  
Student Village of St. Jude, Inc.

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**ARTICLES OF INCORPORATION  
OF  
STUDENT VILLAGE OF ST. JUDE, INC.**

The undersigned incorporator, for the purpose of forming a corporation not for profit, hereby adopts the following Articles of Incorporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes:

**Article I**

**Name**

The name of this corporation is:

**STUDENT VILLAGE OF ST. JUDE, INC.**

**Article II**

**Principal Office and Mailing Address**

The principal office and mailing address of the Corporation is:

604 Shellcracker Court  
Tampa, Florida 33613

**Article III**

**Corporate Purposes**

1. The Corporation is organized as a not-for-profit corporation.
2. The purpose for which the Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future federal tax code) (hereinafter the "Code"). In furtherance of such purposes, the specific purposes of the Corporation shall be to establish and maintain a student village and youth center that would provide shelter and spiritual, recreational and educational activities for disadvantaged youths in Daraga, Albay, Philippines.
3. This Corporation shall not operate for any purpose other than for its exempt purpose. Notwithstanding any other provisions of these Articles of Incorporation, the Bylaws, or any other provision of law, this Corporation shall not carry on any activities which would cause it to fail to qualify, or to fail to continue to qualify, as an organization exempt from federal income tax under Section 501(c)(3) the Code (or the corresponding section of any future federal tax code).
4. No part of the net earnings, properties or assets of this Corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, any private individual or person, except that this Corporation is authorized to pay reasonable compensation for services rendered to make payments and distributions in furtherance of the Corporation's exempt purposes.
5. No substantial part of the activities of this Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and this Corporation shall not participate or intervene, by publication or distribution of statements or otherwise, in any political campaign on

behalf of or in opposition to any candidate for public office.

6. Upon the dissolution of the Corporation, after payment of liabilities and obligations of the Corporation, the remaining assets of the Corporation shall be distributed for exempt purposes by transfer solely to one or more organizations recognized as exempt from federal income tax under Section 501(c)(3) of the Code, or to a government unit referred to in Section 170(c)(1) of the Code exclusively for public purposes (or the corresponding section of any future federal tax code).

#### **Article IV**

##### **Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no fewer than three (3) individuals. The initial members of the Board of Directors shall be Rev. Jude Vera, F. Tobias Tedrowe, and Anthony Caruso. Directors shall hereafter be elected in the manner provided in the Bylaws.

#### **Article V**

##### **Registered Office and Agent**

The street address of the registered office of this Corporation is:

1504 Cherrywood Avenue  
Tampa, Florida 33613

The name of the registered agent of this Corporation at that address is: F. Tobias Tedrowe.

#### **Article VI**

##### **Incorporator**

The name and address of the incorporator is:

Rev. Jude Vera, 604 Shellcracker Court, Tampa, Florida 33613

#### **Article VII**

##### **Amendment of Articles of Incorporation**

The Corporation may amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute and subject to any limitations in the Corporation's Bylaws.

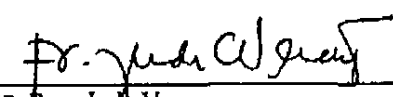
Registered AgentAcceptance and Acknowledgment

Having been named as registered agent and to accept service of process for **STUDENT VILLAGE OF ST. JUDE, INC.**, at the place designated in the foregoing Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
F. Tobias Tedrowe  
Registered Agent

Date: 6.5.2013

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Florida Statutes Section 817.155.

  
NAME: Rev. Jude Vera  
TITLE: INCORPORATOR  
DATE: May 7, 2013

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