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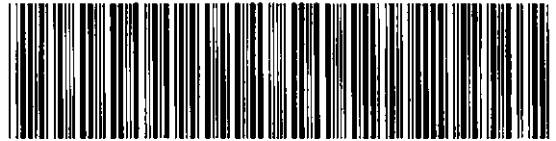
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TALLAHASSEE, FLORIDA

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EUGENE O. GEORGE  
ROBERT P. SCHEB  
DAVID G. BOWMAN, JR.  
KRAIG H. KOACH  
KENNETH D. CHAPMAN, JR.

*Of Counsel*

TINA M. MROCZKOWSKI  
ROBERT A. KIMBROUGH  
HAROLD K. & CORRIENNE, P.A.  
KENNETH D. CHAPMAN, SR.



BOWMAN, GEORGE,  
SCHEB, KIMBROUGH,  
KOACH & CHAPMAN, P.A.

ATTORNEYS AT LAW  
*Established 1912*

JOHN F. BURKE  
1875-1947

JOHN F. BURKE, JR.  
1915-1984

V. MORRIS SMITH  
1921-1996

JAMES J. DRYMON  
1926-2000

*Retired*

L.W. WHITSELL, JR.  
DAVID G. BOWMAN, SR.

February 16, 2017

**VIA PRIORITY MAIL**

Florida Department of State  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Filing Articles of Incorporation for Florida Not for Profit

Dear Sir/Madam:

Enclosed please find the following documents:

1. Articles of Incorporation of Catholic Lawyers Guild of the Diocese of Venice, Florida, Inc.; and
2. Check in the amount of \$87.50 for filing costs.

Please file and record the enclosed original document Articles of Incorporation for Florida Not for Profit at your earliest convenience. We request that a file stamped copy be returned to our office in the enclosed self-addressed envelope. Please let us know if you need anything further from us to complete this filing. Thank you in advance for your help with this matter.

Sincerely yours,

[FORWARDED IN MY ABSENCE TO AVOID DELAY]

TMM/jjs  
Enclosures

Tina M. Mroczkowski, Esq.

**ARTICLES OF INCORPORATION**  
**of**  
**CATHOLIC LAWYERS GUILD of the DIOCESE OF VENICE, FLORIDA, Inc.**

*In compliance with Chapter 617, Florida Statutes, this not-for-profit corporation is established.*

**ARTICLE 1**  
**Name and Address**

- 1.1 The name of the not-for-profit corporation is **CATHOLIC LAWYERS GUILD of the DIOCESE OF VENICE, FLORIDA, Inc.**
- 1.2 The principal place of business of the corporation is **871 Venetia Bay Blvd. Ste 220 Venice, Florida 34285**

**ARTICLE II**  
**Duration and Commencement**

- 2.1 The period of duration of the Corporation is perpetual.
- 2.2 The corporate existence is commenced on the filing of the original Articles of Incorporation by the Florida Secretary of State.

**ARTICLE III**  
**Purposes**

- 3.1 The Catholic Lawyers Guild of the Diocese of Venice, Florida, Inc., is a not-for-profit corporation formed exclusively for such charitable and educational purpose as an exempt organization within the meaning of **section 501(c)(4) of the Internal Revenue Code** of 1986, or the corresponding section of any future federal tax code.
- 3.2 Without limiting in any manner the purpose established in section 3.1, the specific and primary purpose of the Corporation is to promote the spiritual, intellectual and social welfare of its members, who serve the cause of justice consistent with Roman Catholic moral teaching.

**ARTICLE IV**  
**Non-Profit Nature**

- 4.1 Catholic Lawyers Guild of the Diocese of Venice, Florida, Inc., is organized exclusively for charitable and educational purposes.
- 4.2 The Corporation is not organized and shall not be operated for the private gain of any person. Any and all property of the Corporation is irrevocably dedicated to its charitable and educational purposes. The Corporation, however, may pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

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- 4.3 Personal Liability. No officer or director of this Corporation shall be personally responsible for the debts or obligations of the Catholic Lawyers Guild of the Diocese of Venice, Florida, Inc., of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of debts or obligations of the Corporation.
- 4.4 Dissolution. Upon termination or dissolution of the Catholic Lawyers Guild of the Diocese of Venice, Florida, Inc., any asset lawfully available for distribution shall be distributed to one or more qualifying organizations consistent with applicable sections of the Internal Revenue Code of 1986 or its successor statute.
- 4.5 Prohibited Distribution. No part of the net earnings or properties of the Catholic Lawyers Guild of the Diocese of Venice, Florida, Inc., upon dissolution or otherwise shall inure to the benefit of or be distributable to its directors, officers or other private person or individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of its purpose as set forth in Article III section 3.1.

#### **ARTICLE V Governance**

- 5.1 The Catholic Lawyers Guild of the Diocese of Venice, Florida, Inc., shall be governed by its Board of Directors, who shall be elected as set out in the Corporation's Bylaws.
- 5.2 The following shall constitute the Corporation's governing Board: President, Vice-President, Treasurer and Clerk or Secretary.
- 5.3 The Corporation's initial directors are:  
Paul J. Consbruck, Esq., 871 Venetia Bay Blvd., Ste. 220, Venice, FL 34285  
Kevin M. Griffith, Esq., 766 Hudson Avenue, Ste. B, Sarasota, FL 34236  
Evelyn L. Moya, Esq., P.O. Box 1062, Venice, FL 34284  
Tina M. Mroczkowski, Esq., 2750 Ringling Blvd., Ste. 3, Sarasota, FL 34237  
Bonnie L. Polk, Esq., 200 S. Orange Avenue, Sarasota, FL 34236

#### **ARTICLE VI Membership**

- 6.1 Membership in the Corporation is open to all Roman Catholic lawyers, judges, members of the clergy who possess degrees in Canon Law, paralegals, law students, and law school faculty, who have an appreciation for the nobility of the legal profession as an instrument of peace and justice consistent with Roman Catholic belief and teaching.

#### **ARTICLE VII Appointment of Registered Agent**

- 7.1 The registered agent for the Corporation is TINA M. MRO CZOWSKI, Esq., 2750 Ringling Blvd., Ste. 3, Sarasota, FL 34237.

ARTICLE VIII  
Incorporators

8.1 The incorporators of the Corporation are:

TINA M. MROCZKOWSKI, Esq.  
2750 Ringling Blvd., Ste.3  
Sarasota, FL 34237  
Signature:

Tina M. Mroczkowski

PAUL J. CONSBRUCK, Esq.  
871 Venetia Bay Blvd., Ste. 220  
Venice, FL 34285  
Signature:

Paul J. Consbruck

ARTICLE IX  
Acknowledgment and Consent to Appointment as Registered Agent

On this 15<sup>th</sup> day of February, 2017, I, TINA M. MROCZKOWSKI, agree to be the registered agent for CATHOLIC LAWYERS GUILD OF THE DIOCESE OF VENICE, FLORIDA, Inc.

Tina M. Mroczkowski  
Tina M. Mroczkowski, Esq.

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