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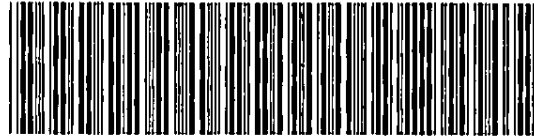
(Business Entity Name)

(Document Number)

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## COVER LETTER

Department of State  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** All Saints Byzantine Catholic Church in North Fort Myers, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                         & Certificate of  
                         Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Joseph A. DiVito, DiVito, Higham & Vasti, P.A.  
\_\_\_\_\_  
Name (Printed or typed)

4514 Central Avenue  
\_\_\_\_\_  
Address

St. Petersburg, FL 33711  
\_\_\_\_\_  
City, State & Zip

(727) 321-1201  
\_\_\_\_\_  
Daytime Telephone number

Bishop@eparchyofpassaic.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

**NOTE:** Please provide the original and one copy of the articles.

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SECRETARY OF STATE  
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION  
OF**

**ALL SAINTS BYZANTINE CATHOLIC CHURCH IN NORTH FORT MYERS, INC.**

The undersigned, being desirous of forming a corporation for religious purposes under the provisions of Chapter 617 of the Florida Statutes, does agree to the following:

**ARTICLE I  
NAME**

The name of the corporation shall be ALL SAINTS BYZANTINE CATHOLIC CHURCH IN NORTH FORT MYERS, INC., ("ALL SAINTS") having Federal Employer Identification Number 01-0710080 and its principal place of business and mailing address is 10291 Bayshore Road, North Fort Myers, FL 33917.

**ARTICLE II  
PREAMBLE**

Through the grace of God the Father, Son and Holy Spirit, the Byzantine Catholic Parish of **ALL SAINTS**, is a definite community of the Christian Faithful established on a stable basis within the Byzantine Catholic Eparchy of Passaic in communion with the Byzantine rite of the Holy Roman Catholic Church. In accord with the doctrine and laws of the Catholic Church, **ALL SAINTS** is a portion of the People of God entrusted to the pastoral care of the pastor within the Byzantine Catholic Eparchy of Passaic. The parish strives to assist the faithful in their journey of faith through Divine Worship, Evangelization, Catechesis, Faith Formation, Catholic Education, Christian Community and Fellowship, Works of Charity and Care for the Poor, and Strengthening of Families, all in accord with the Canonical Statutes of the Parish, incorporated herein.

**ARTICLE III  
COMMENCEMENT AND TERM OF EXISTENCE**

**ALL SAINTS** was erected in December 1, 1980 as a juridic person under the Code of Canon Law and will now commence its civil existence as a corporation from the date of filing with the Secretary of State of Florida. The Corporation is to exist perpetually.

**ARTICLE IV  
PURPOSES**

The corporation is organized as a not-for-profit organization exclusively for religious purposes. The purposes of the corporation are:

- A. To carry on the general religious ministry of the Catholic Church in the Byzantine Catholic Eparchy of Passaic, and to engage in all aspects of establishing, conducting and maintaining a Catholic parish. In particular the corporation shall

minister to the spiritual and temporal needs of people in strict accordance with the teachings, tenets, and policy of the Catholic Church.

- B. To manage the temporal affairs of the corporation in such a manner that does not cause undue prejudice to the laws and disciplines of the Catholic Church. To that end the corporation may establish, receive, maintain a fund or funds for the operational support of a Catholic parish and may take and receive by gift, grant, bequest, devise, or otherwise any and all property of any sort or nature without limitation as to amount or value and to manage, administer, invest, reinvest, and dispose of the same; to administer endowment funds; from time to time, pay and apply other funds and property of the corporation, as well as income thereof, for the support of the parish.
- C. Subject to the limitations and conditions contained in any gift, devise or bequest received by the corporation, the corporation may invest its funds in such investment vehicles, including but not limited to, accounts with an FDIC insured banking institution, mutual funds, bonds, debentures, shares of preferred and common stock, mortgages, and other securities and property as its Trustees shall deem advisable.

## **ARTICLE V POWERS**

The corporation is empowered:

- A. To buy, own, sell, convey, assign, mortgage, lease, or encumber any interest in real property and personal property, and to construct, maintain and operate improvements thereon necessary or insistent to the accomplishment of the purposes set forth in these Articles of Incorporation.
- B. To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of the purposes described in these Articles of Incorporation and to secure the same by mortgage, pledge or other lien upon the corporation's profit.
- C. To the extent permitted by law under Chapter 616, Florida Statutes and the laws and guidelines of the Catholic Church, to do everything necessary or proper for the carrying out of the foregoing purposes.
- D. In the event of dissolution of the corporation or the winding up of its affairs, or other liquidation of its assets, the corporation's assets shall be distributed to organizations selected by the Member which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal Tax Code.
- 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 1986 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 1986 or any other corresponding provision of any future United States Internal Revenue Law.

- F. The corporation is established as an apostolate of the Catholic Church and as such, in accordance with canon law, the following rights are reserved to the Member:
1. The approval of the Canonical Statutes of this Parish and the operating philosophy of the corporation shall be approved by the Member;
  2. Corporate property may not be sold, encumbered, or otherwise alienated without the express written approval of the Member;
  3. The corporation may not be merged or dissolved without the express written approval of the Member; and
  4. Any additional rights as provided for in the Bylaws.

#### **ARTICLE VI MEMBER**

The sole Member of this corporation shall be the Most Rev. Kurt Burnette as Eparchial Bishop of the Eparchy of Passaic, and his successors in office. In the absence of the bishop, the Eparchial Administrator *sede vacante* shall assume the role as Member, until a successor Eparchial Bishop has taken Canonical possession of the Byzantine Catholic Eparchy of Passaic.

#### **ARTICLE VII BOARD OF TRUSTEES**

The business affairs of this corporation shall be managed by the Board of Trustees. The corporation shall have Trustees to be elected and serve as provided in the Bylaws of the corporation.

The names and addresses of the persons initially serving as Trustees are:

Rev. Steven Galuschik, 10291 Bayshore Road, North Fort Myers, FL 33917  
Right Rev. James Hayer, Protosyncellus, 445 Lackawanna Avenue, Woodland Park, NJ 07424  
Rev. Nicholas Daddona, 445 Lackawanna Avenue, Woodland Park, NJ 07424  
Andrew Kovaly, 10291 Bayshore Road, North Fort Myers, FL 33917  
Elizabeth Lobas, 10291 Bayshore Road, North Fort Myers, FL 33917

## **ARTICLE VIII OFFICERS**

Section 1. The officers of the corporation may include President, one or more Vice Presidents, a Secretary, a Treasurer, any additional Assistant Secretaries or Treasurers, and such other officers as the Board of Trustees may elect from time to time. A person may hold more than one office at one time. A person need not be a Trustee in order to hold office.

Section 2. The officers shall be elected at the annual meeting of the Board of Trustees or as provided in the Bylaws.

## **ARTICLE IX BYLAWS**

The Board of Trustees may adopt or amend the Bylaws for the conduct of the corporation's business and the carrying out of its purposes, subject however, to the prior approval of the Member of the corporation.

## **ARTICLE X AMENDMENTS**

These Articles of Incorporation may be amended only upon a majority vote of the Trustees of the corporation at any regular or special meeting called for that purpose, but such amendments shall not be effective until approved by the Member of the Corporation in writing.

## **ARTICLE XI CONDUCT OF AFFAIRS**

The business and affairs of the corporation shall be conducted in a manner consistent with the canons of the Catholic Church including the Codex Canonum Ecclesiarum Orientalium, the religious directives of the Eparchy of Passaic, all applicable directives and teachings of the Catholic Church, and the provisions of the Articles of Incorporation and Bylaws of this corporation.

## **ARTICLE XII LIMITATIONS ON ACTIVITIES**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate or public office.

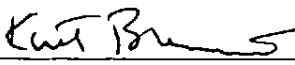
**ARTICLE XIII  
REGISTERED OFFICE AND AGENT**

The street address of the registered office of this corporation is 7120 Massachusetts Avenue, New Port Richey, FL 34653 c/o St. Anne Byzantine Catholic Church and the name of the registered agent of this corporation is Rev. Oleksiy Nebesnyk.

**ARTICLE XIV  
INCORPORATOR**

The name of the incorporator is Most Rev. Kurt Burnette, as Eparchial Bishop of the Eparchy of Passaic, his successors in office and the address of the incorporator is 445 Lackawanna Avenue, Woodland Park, NJ 07424-2969.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 5<sup>th</sup> day of September, 2019.

  
\_\_\_\_\_  
Most Rev. Kurt Burnette, as Eparchial  
Bishop of the Eparchy of Passaic

STATE OF NEW JERSEY  
COUNTY OF PASSAIC

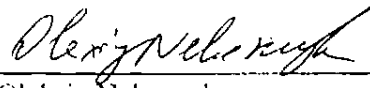
The foregoing instrument was acknowledged before me on the 5<sup>th</sup> day of Sept., 2019, by Most Rev. Kurt Burnette, as Eparchial Bishop of the Eparchy of Passaic who is personally known to me and who acknowledged before me that he executed and subscribed to these Articles of Incorporation.

  
\_\_\_\_\_  
NOTARY PUBLIC  
Name: IWONA LEJA  
My Commission expires:

IWONA LEJA  
NOTARY PUBLIC OF NEW JERSEY  
I.D. # 2400722  
My Commission Expires 9/27/2020

### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process on behalf of the above-styled corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.



Rev. Oleksiy Nebesnyk  
Registered Agent

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SECTION 603.01, FLSA  
STATE