

N20000005230

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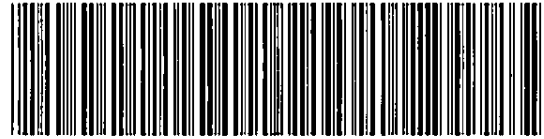
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Amended + Restated

APR 19 2024

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Mary, Mother of the Light Academy, Inc.

DOCUMENT NUMBER: N20000005230

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

Please return all correspondence concerning this matter to the following:

John L. Schlageter

(Name of Contact Person)

The Schlageter Law Firm

(Firm/ Company)

PO Box 29332

(Address)

Washington, DC 20017

(City/ State and Zip Code)

MMOLChurch@gmail.com

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

For further information concerning this matter, please call:

John Schlageter

(Name of Contact Person)

at 202

(Area Code)

230-4316

(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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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TALLAHASSEE, FL

The Schlageter Law Firm, PLLC

JOHN L. SCHLAGETER, ESQ.
P.O. Box 29332
WASHINGTON, DC 20017
(202) 230-4316

18 December 2023

Florida Department of State
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Mary, Mother of the Light Academy, Inc.

To Whom It May Concern:


I write in my capacity as General Counsel of the Eparchy (diocese) of Saint Maron of Brooklyn.

Please find enclosed Articles of Amendment for Mary, Mother of the Light Academy, Inc., a Florida not for profit corporation. Mary, Mother of the Light Academy, Inc, is an institution under the canonical jurisdiction of the Eparchy.

Please contact me directly with any questions or concerns at jlschlageter@gmail.com or 202-230-4316.

Thank you for your kind assistance in this matter.

Sincerely,



John L. Schlageter, Esq.
Founding Partner



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 1, 2024

JOHN L SCHLAGETER
THE SCHLAGETER LAW FIRM
PO BOX 29332
WASHINGTON, DC 20017

SUBJECT: MARY, MOTHER OF THE LIGHT ACADEMY, INC.
Ref. Number: N20000005230

We have received your document for MARY, MOTHER OF THE LIGHT ACADEMY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing
Operations Manager A

Letter Number: 724A00002251

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
of
MARY, MOTHER OF THE LIGHT ACADEMY, INC.
A FLORIDA NOT FOR PROFIT CORPORATION
N20000005230

ARTICLE I
NAME

The name of the corporation is Mary, Mother of the Light Academy, Inc. (herein referred to as "the Corporation") and has its principal place of business at 46 Willow Road, Tequesta, FL 33469

ARTICLE II
TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III
COMMENCEMENT OF EXISTENCE

The Corporation commenced its existence on the 15th of May 2020.

ARTICLE IV
RESERVATION OF POWERS TO THE MEMBER

The Corporation is an apostolate of the Catholic Church and as such the *Code of Canons of the Eastern Churches of the Catholic Church* requires that certain rights are to be reserved to the Member. Therefore, the following rights are specifically reserved to the Member:

- A. The operating philosophy of the Corporation shall be approved by the Member;
- B. Corporate property may not be leased, sold, or encumbered without the express written approval of the Member;
- C. The Corporation may not be merged or dissolved without the express written approval of the Member;
- D. To appoint the Directors and Officers of the Board of Directors and to remove and replace them at any time and from time to time with or without cause;
- E. To approve amendments to these Articles of incorporation and the Bylaws of the Corporation; and
- F. Any additional rights as provided for in the Bylaws.

ARTICLE V
PURPOSES

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

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TALLAHASSEE, FL

- A. To establish, receive, and maintain a fund or funds for the operational support of the Corporation: to that end, to take and receive by gift, grant, bequest, devise, or otherwise any and all property for any sort or nature, without limitation as to the 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 the funds and property of the Corporation, including the principal as well as income thereof, for the exclusive support of the Corporation.
- B. Subject to the limitations and conditions contained in any gift, devise, or bequest, to invest its funds in such mortgages, bonds, debentures, shares of preferred and common stock, and other securities and property as its directors shall deem advisable, and to that end to purchase, sell, mortgage, lease, pledge, encumber, assign, and transfer same.
- C. To the extent permitted by law, to do everything necessary and proper for carrying out the foregoing purposes.

ARTICLE VI **QUALIFICATIONS OF THE MEMBER**

The Member of the Corporation shall be the Most Reverend Gregory J. Mansour, S.T.L., as Bishop of the Eparchy of Saint Maron of Brooklyn, and his successors in office.

ARTICLE VII **INCORPORATOR**

The name and address of the Incorporator to the original Articles of Incorporation is:

Pierre E. Azzi, Esq.
6908 SE Pierre Circle
Stuart, FL 34997

ARTICLE VIII **OFFICERS**

Section 1. The Officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary, a Treasurer/Finance Chair, any additional Assistant Secretaries or Treasurers, and such other Officers as may be provided in the Bylaws. A person may hold more than one office at one time.

Section 2. The names of the persons who serve as Officers of the Corporation are:

<u>NAME</u>	<u>OFFICE</u>
The Most Reverend Gregory J. Mansour, S.T.L.	President
Chorbishop Michael G. Thomas, J.C.D.	Vice President/Secretary
The Reverend Gary George, C.S.s.R	Treasurer

Section 3. The Officers of the Corporation shall serve ex officio with the Bishop of the Eparchy of Saint Maron of Brooklyn serving as President; the Vicar General of the Eparchy of Saint Maron of Brooklyn serving as Vice President/Secretary; and the Pastor/Administrator of the Corporation serving as Treasurer. All Officers are appointed by the Member.

ARTICLE IX **BOARD OF DIRECTORS**

The business affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors shall have three (3) Directors. The number of Directors may be increased or decreased from time to time, in accordance with the Bylaws as adopted by the Member, but shall never be less than three (3). The Member of the Corporation shall appoint the Directors. The Member may remove any and all of the Directors from the Board with or without cause and at any such time as he may determine in his sole discretion.

The names and addresses of the persons who serve as the current Directors are:

The Most Reverend Gregory J. Mansour, S.T.L.
Eparchy of Saint Maron of Brooklyn
109 Remsen Street
Brooklyn, NY 11201

Chorbishop Michael G. Thomas, J.C.D.
Eparchy of Saint Maron of Brooklyn
109 Remsen Street
Brooklyn, NY 11201

The Reverend Gary George C.S.s.R
Mary, Mother of the Light Academy, Inc.
46 Willow Road
Tequesta, FL 33469

ARTICLE X **BYLAWS**

The Member shall adopt Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as deemed necessary.

The Bylaws may be changed, amended, rescinded, or annulled by the Member at any regular meeting or special meeting called for that purpose.

ARTICLE XI **AMENDMENTS**

The Articles of Incorporation may be amended by the Member of the Corporation at any regular meeting or special meeting called for that purpose.

ARTICLE XII **CONDUCT OF AFFAIRS**

The business and affairs the Corporation shall be conducted in a manner consistent with the *Code of Canons of the Eastern Churches of the Catholic Church*, the religious directives of the Eparchy of Saint Maron of Brooklyn, all applicable directives of the teaching of the Catholic Church, and the provisions of these Articles of Incorporation and the Bylaws of the Corporation.

ARTICLE XIII **LIMITATIONS ON ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Member, Directors, Officers, or other private persons, except that 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 the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting or influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of any candidate or public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by 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 Code), or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XIV **DISTRIBUTION OF ASSETS UPON DISSOLUTION**

No person, firm, or corporation shall ever receive any dividends or profits from the undertaking of the Corporation, and upon dissolution of the Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations selected by the Bishop of the Eparchy of Saint Maron of Brooklyn and which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code. None of the assets will be distributed to any employee, Officer, or Director of the Corporation, provided, however, that the Corporation may confer benefits in the form of distributions, in dissolution or others, upon a not for profit corporate member described in Section 501(c)(3) of the Code.

ARTICLE XV **REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 46 Willow Road, Tequesta, FL, 33469, and the name of the Registered Agent of the Corporation at the address is The Reverend Gary George.

IN WITNESS WHEREOF, I, the undersigned subscribing Member, certify that these Amended and Restated Articles of Amendment were adopted by unanimous vote of the Board of Directors during a special meeting called for the particular purpose of amending the Articles of Incorporation, held on this, the 12th day of December 2023.

IN FURTHER WITNESS WHEREOF, I, the undersigned subscribing Member, certify that these Amended and Restated Articles of Amendment were approved by me in my capacity as Member, during the same meeting of the Board of Directors:

IN FURTHER WITNESS WHEREOF, I, the undersigned subscribing Member, have hereunto set my hand and seal this, the 12th day of December 2023, for the purpose of Amending the Articles of Incorporation for the Corporation under the laws of the State of Florida.

+ *Gregory J. Mansour*

The Most Reverend Gregory J. Mansour, S.T.L.,
Bishop of the Eparchy of Saint Maron of Brooklyn
Member, MARY, MOTHER OF THE LIGHT ACADEMY, INC

STATE OF NEW YORK)
 KINGS)
COUNTY OF ~~RICHMOND~~) ss:

The foregoing instrument was acknowledged before me on this 12th day of December 2023 by the Most Reverend Gregory J. Mansour, S.T.L., as Bishop of the Eparchy of Saint Maron of Brooklyn, and his successors in office, on behalf of the Corporation. He is personally known to me.

Julia Aguilera

NOTARY PUBLIC, STATE OF NEW YORK
Print, type, or stamp Notary Commissioned

JULIA AGUILERA
Notary Public, State of New York
No. 01AG9820342
Qualified in Kings County
Commission Expires February 28, 2027

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for Mary, Mother of the Light Academy, Inc., a Florida not for profit corporation (the "Corporation"), located at 46 Willow Road, Tequesta, FL 33469, I hereby agree to act in this capacity. I am familiar with and accept the obligations of this office.

I further agree to comply with all statutes as may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Rev. Gary George 12-13-2023

Registered Agent

(date)

Restated Articles of Incorporation
Mary, Mother of the Light Academy, Inc.

The date of each amendment(s) adoption: 12 December 2023

Effective date: 12 December 2023

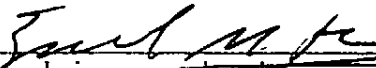
Adoption of Amendment(s) **(CHECK ONE)**

☒ 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 March 1, 2024

Signature


(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.

Chorbishop Michael G. Thomas

(Typed or printed name of person signing)

Vice President/Secretary

(Title of person signing)