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COVER LETTER

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

Notre Dame de la Merci Foundation, INC.

SUBJECT: _____
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: _____

Lisa Flinn
13400 Northumberland Circle
Wellington, Florida 33414

City, State & Zip

561-386-5548

Daytime Telephone number

~~**LFlinn@hcmd4.com**~~
E-mail address: (to be used for future annual report notification)

LKFlinn@att.net

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

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**ARTICLES OF INCORPORATION
OF
Notre Dame de la Merci Foundation, INC.**

We, the incorporators, being natural persons, all being of the age of twenty-one years or more and citizens of the United States, for the purpose of forming a Non-Profit Corporation for charitable and philanthropic purposes under Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation:

Article I: NAME

The name of the corporation shall be:

Notre Dame de la Merci Foundation, INC.

Article II: TERM OF EXISTENCE

The period of duration of this corporation is perpetual.

Article III: ADDRESS

The principal place of business/ mailing address is:

**13400 Northumberland Circle
Wellington, Florida 33414
Palm Beach County**

ARTICLE IV: REGISTERED AGENT

The name and address of the initial registered agent of this corporation is:

**Lisa Flinn
13400 Northumberland Circle
Wellington, Florida 33414**

OFFICE OF THE CLERK OF THE CIRCUIT COURT IN AND FOR THE STATE OF FLORIDA

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ARTICLE V: PURPOSE

The purposes for which this corporation is formed are exclusively to receive and administer funds for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, and as that section may from time to time be amended, and, to that end, to do the following:

- (a) To accept, hold, invest, reinvest, and administer gifts, bequests, devises, benefits of trusts, (but not to act as trustee of any trust), and property of any sort, without limitation as to amount or value, and to use, disburse, or donate the income or principal thereof exclusively for charitable purposes.
- (b) To provide financial assistance to Notre Dame De La Merci Catholic Parish and St Jude School of the Archdiocese of Port Au Prince, and located in Gallette Roches Blanches, Haiti
- (c) To the extent permitted by law, to exercise its rights, powers, and privileges, to hold meeting of its board of trustees, to have one or more offices and to keep the books of the corporation, in any part of the world.
- (d) Any and all other lawful acts and things, alone or in cooperation with other persons or organizations, which may be necessary, useful, suitable, or proper for the furtherance, accomplishment, or attainment of any or all of the purposes or powers of the corporation.

Article VI: MEMBERSHIP

The members of this corporation shall be the persons signing these Articles of Incorporation, the initial trustees named in Article VII, and such persons as, from time-to-time hereafter, may become members, upon the qualifications and in the manner as provided in the corporation's by-laws.

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TALLAHASSEE, FL

Article VII: BOARD OF TRUSTEES

Section 1: The business affairs of this corporation shall be managed by the Board of Trustees. This corporation shall have five (5) Trustees initially, who shall serve until the first annual meeting of the members.

Section 2: The names and addresses of the persons who shall serve as initial Trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Martin E Serraes	4187 Hunting Trail Lake Worth, FL 33467
Reverand Ducasse Francois	4500 S Dixie Hwy West Palm Beach, FL 33405
Kevin W Flinn	13400 Northumberland Circle Wellington, FL 33414
Lisa Flinn	13400 Northumberland Circle Wellington, FL 33414
Cecelia Crouse	2292 Newbury Drive Wellington, FL 33414

Section 3: At the first annual meeting of the members, the initial trustees and founding members named in these Articles of Incorporation shall remain trustees unless or until an initial trustee desires to be replaced as provided herein. The corporation shall have five (5) voting trustees. New trustees shall be elected by the members of this Corporation for one-year terms.

Section 4: The number of voting trustees may be changed from time to time, by amendments to the by-laws, but shall never be fewer than five (5).

Article VIII: INCORPORATORS

The names and addresses of the incorporators are:

Kevin W. Flinn 13400 Northumberland Circle Wellington, FL 33414	Martin E Serraes 4187 Hunting Trail Lake Worth, FL 33467
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TALLAHASSEE, FL

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Article IX: USE OF INCOME

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 that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.

Article X: PROHIBITED TRANSACTIONS

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 for public office except as authorized under the Internal Revenue Code of 1954, as amended. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under 501(c)(3) of the Internal Revenue Code of 1954, as amended or the corresponding section of any future United States Federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Article XI: MISCELLANEOUS

Each Board member shall act in good faith and in a reasonable manner and comply with all regulations of corporate federal and state laws. In addition, no Board Member shall be held responsible nor held liable for the unintended use or misrepresentation of financial assistance once administered to the charity(ies) benefiting from the Corporation. If known, Board Member(s) shall be responsible to immediately notify the Board of Trustees of such concerns of questionable conduct by the charity(ies).

Article XII: DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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JANUARY 11, 2024

Article XIII: NON-STOCK BASIS

This corporation is organized upon a non-stock basis.

In WITNESS WHEREOF, we the undersigned Martin E Serraes and Kevin W Flinn, have executed these Articles of Incorporation for the purpose of forming this non-profit corporation under the laws of the State of Florida in triplicate this 29th day of August, 2023, and say:

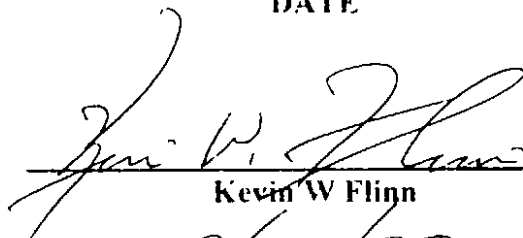
That they are all incorporators herein; that they have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe to be true.



Martin E Serraes

August 29, 2023

DATE



Kevin W Flinn

8/29/23

DATE

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CLERK OF THE STATE
TALLAHASSEE, FL

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the state of Florida, submits in the state of Florida.

1. The name of the Corporation is:

Notre Dame de la Merci Foundation, INC

The name and address of the registered agent and office is:

**Lisa Flinn
13400 Northumberland Circle
Wellington, Florida 33414**

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Lisa Flinn

August 29, 2023
Date

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