

19600005168

Department of State - Division of Corporations

409 E. Gaines Street

Tallahassee, FL 32399

500001965725
-10/04/96--01104--015
****122.50 ****122.50

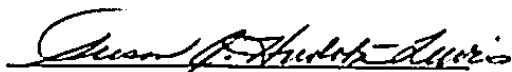
Corporate Filings Office:

Per my discussion today with Pam in your New Corporation Division, I enclose an original and one copy of the proposed Articles of Incorporation of THE PEACE ORPHANAGE FUND, INC.

Please file the Articles of Incorporation and return a Certificate of Incorporation (or file-stamped copy of the original Articles) and a Certified Copy of the document to me at the address listed below.

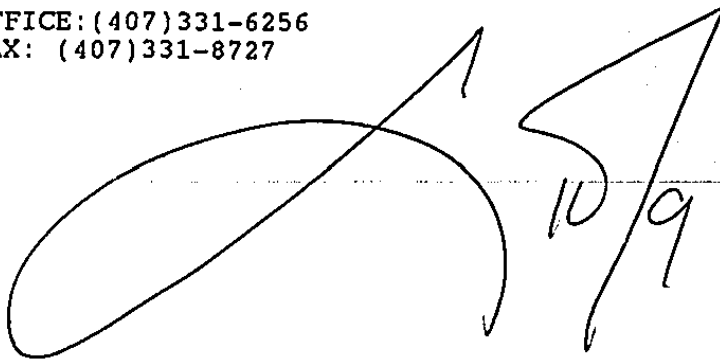
A check in the amount of \$122.50, made payable to your office, for the total filing/processing fee and the Certified Copy of the document is enclosed.

Sincerely,


Susan J. Hudoba-Lewis, Incorporator
516 Bianca Court
Altamonte Springs, Florida 32701

OFFICE: (407) 331-6256
FAX: (407) 331-8727

96 OCT -4 PM 5:15
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

OF

THE PEACE ORPHANAGE FUND, INC.

A FLORIDA NON-PROFIT CORPORATION

96 OCT -4 PM 5:15
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 617 of the Florida Statutes, in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: Name. The name of this corporation is:

THE PEACE ORPHANAGE FUND, INC.

TWO: Initial Registered Agent and Office. The name and address of the registered agent of this corporation is:

Susan J. Hudoba-Lewis

516 Bianca Court

Altamonte Springs, FL 32701

THREE: Purposes.

The purpose for which this Corporation is organized is the transaction of any and all business for which non-profit corporations may be incorporated under Chapter 617, Florida Statutes, as then may be amended from time to time, except that said Corporation is organized exclusively for Charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding provisions of any future United States Internal Revenue Laws.

The specific purpose for which this Corporation is organized is to provide relief for the poor, distressed, abandoned and abused children residing at and receiving assistance from The Peace Orphanage, also known as Orfanatorio La Paz, A.C., in Mexico City.

This Corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal

Revenue Code, or corresponding section of any future federal tax code.

FOUR: Initial Board of Directors. The number of initial Board of Directors of this corporation is four. Their names and address are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Susan J. Hudoba-Lewis	516 Bianca Court Altamonte Springs, FL 32701
William F. Lawless	905 Spring Valley Road Altamonte Springs, FL 32714
Jonathan T. Sarta	404 Whitewing Circle Clermont, FL 34711
Cindy H. Thurman	237 Arnold Avenue Longwood, FL 32750

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

FIVE: Incorporator. The name and address of the incorporator of this corporation is :

<u>NAME</u>	<u>ADDRESS</u>
Susan J. Hudoba-Lewis	516 Bianca Court Altamonte Springs, FL 32701

SIX: Duration. The period of duration of this corporation is perpetual.

SEVEN: Non-Membership Provisions. The corporation shall not be a membership corporation with members, unless, by a two-thirds vote of the Board of Directors, these Articles of Incorporation are so amended to change this corporation from a non-membership to a membership corporation with members.

EIGHT: Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock.

NINE: Indemnification. This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

TEN: Additional Provisions. Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on:

Dated: 10-3-96

Susan J. Hudoba-Lewis

. Incorporator

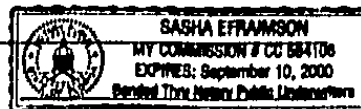
Acknowledged before me on October 3, 1996, by Susan J. Hudoba-Lewis, who produced a driver's license as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

Sasha Eframson

NOTARY PUBLIC -STATE OF FLORIDA

Name: _____

Commission No. _____



My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent in accordance with the laws of the State of Florida.

Susan J. Hudoba-Lewis

Susan J. Hudoba-Lewis

Date: 10-3 _____, 1996

FILED
96 OCT -4 PH 5:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CONSENT
OF
STATUTORY (REGISTERED) AGENT
for**

FILED

96 OCT -4 PM 5:16

THE PEACE ORPHANAGE FUND, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(☐ Individual ☒ Corporation)

(Check applicable box and complete)

☐ Individual: I, _____, the undersigned,
whose address is _____

☒ Corporation: I, Susan J. Hudoba-Lewis the President & Agent of
THE PEACE ORPHANAGE FUND, Inc.

a(n) Non-Profit Corporation, whose principal address in this State is _____
516 Bianca Court, Altamonte Springs, Florida 32701

having been appointed to act as Statutory (Registered) (Resident) Agent for THE PEACE ORPHANAGE
FUND, Inc., a(n) Non-Profit

Corporation, by those presents, hereby consent to act in that capacity until removal or resignation is submitted in
accordance with the laws of the State of Florida

Dated: 10-3-96

Susan J. Hudoba-Lewis
Signature (Individual Agent)

THE PEACE ORPHANAGE FUND, Inc.
(Name of Corporation, if Corporate Agent)

By: *Susan J. Hudoba-Lewis*
Signature of authorized officer
Susan J. Hudoba-Lewis, President
516 Bianca Court
Address
Altamonte Springs, FL 32701
City/State/Zip Code

Note: This Form may only be required if the Statutory (Registered) Agent is not one of the Incorporators.