

N98000004618

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

Sir / Madam:

Enclosed please find articles of incorporation for Mother of the Eucharist Academy, Inc.

Also please find a check payable to the Department of the State in the amount of \$ 122.50 for application to the fees and a certified copy of the Articles.

If you have any questions please refer then to:

Susan Lynch  
904-532-3488  
1385 Voltaire St.  
Deltona, FL. 32725

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## Articles of Incorporation

### Mother of the Eucharist Academy Inc.

The undersigned, being of legal age and competent to contract, for the purpose of organizing a not-for-profit corporation on a non-stock basis pursuant to the provisions of Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

#### Article 1 Name

The name of this corporation shall be Mother of the Eucharist Academy, Inc.

#### Article 2 Commencement of Corporate Existence

This corporation shall commence corporate existence on the date these articles are filed with the Secretary of State and shall have perpetual existence unless sooner dissolved according to law.

#### Article 3 Purposes

1. General Purpose. The general purpose of this Corporation shall be to operate exclusively for charitable, religious and educational purposes, and in furtherance of such goals is authorized to do any or all activities which it is empowered to do under Article 4 hereunder: provided, however, that nothing herein shall be construed as allowing any activities which would jeopardize the Corporations tax-exempt status or otherwise be inconsistent with its classification as an organization described in sections 501(c) (3) and 170(b) (1) (a) (ii) of the Internal Revenue Code as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time.

2. Specific Purpose. The Corporation may operate a private school, which exists for the specific purpose of assisting local families in the provision of education and academic excellence.

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Article 4  
General Powers

Except as may be restricted in Articles 3 and 5 herein, this Corporation shall have all of the powers enumerated for corporations in the Florida Not for Profit Corporation Act, as the same now exists and as hereafter amended and all such other powers as are permitted by applicable law, including, without limitation and only by illustration, the following:

(a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced provided; however, such seal shall always contain the words "corporation not for profit".

(b) To purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(c) To sell, convey, mortgage, pledge, create security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(d) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise sell and deal in and with, shares or other interest in, or obligations of, other domestic and foreign corporations, whether for profit or not for profit associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as its Board of Directors may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(g) To enter into, make or receive assignments of, grant assignments of, and perform contracts of every nature and kind for any lawful purposes.

(h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Not For Profit Act or by other applicable law within or without the State of Florida.

#### Article 4 Continued

(i) To elect and appoint officers and agents and defend their duties and allow them reasonable compensation.

(j) To make and alter by laws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for the administration and regulation of its affairs.

(k) To promote, by all proper and legitimate agencies and means, education and educational institutions generally, and all charitable, religious, scientific and educational movements, purposes or causes; to make gifts and donations for the public welfare or for charitable, religious, scientific, educational purposes or other similar purposes.

(l) To dedicate to the public or to any other governmental entity or other entity whatsoever for any public or other purpose any of its real or personal property or any interest therein.

(m) To transact any lawful business which its Board of Directors shall find will be in aid of governmental policy.

(n) To have and exercise all powers necessary or convenient to effect its general purpose.

Article 5  
Non Permitted Activities

Notwithstanding the provisions of Article 4 herein stated above, nothing herein shall be construed to permit the Corporation to engage in any activity which would be inconsistent with its classification as an organization described in section 510(c) (3) of the Internal Revenue Code as amended from time to time, or any equivalent section of the Internal revenue Code in effect at any time. The Corporation shall not allow any part of the net earnings of the corporation to inure to the benefit of any member, director, officer of the Corporation, or any private individual ( except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes) nor shall any member, director, or officer of the Corporation, or any private individual, be entitled to share in distribution of the Corporation's assets on dissolution of the Corporation nor shall a substantial part of the activities of the Corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene ( including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office.

Article 6  
Distribution of Assets Upon Dissolution

All liabilities and obligations of the Corporation shall be paid and discharged or adequate provisions be made therefore. Any assets held by the Corporation on condition requiring return, transfer, or conveyance, which condition occurs by reason of dissolution, be returned, transferred, or conveyed in accordance with such requirements. Any remaining assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which are qualified under the provisions of Section 501(c) (3) of the Internal Revenue Code as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at anytime.

Article 7  
Membership

The members of this Not for Profit Corporation shall be qualified and admitted as set forth in the Bylaws of this Corporation.

Article 8  
Initial Registered Office and Agent

The initial registered office and agent of this Corporation shall be located at: 1385 Voltaire Street Deltona, Florida 32725 and his address shall be: Steven Lynch 1385 Voltaire Street Deltona, Florida 32725. The Corporation may change its registered agent from time to time without amendment to the Articles of Incorporation.

Article 9  
Initial Board of Directors

This Corporation shall have eight (8) directors initially. The number of Directors may increase from time to time provided that the number of directors shall never be less than seven (7). The names and addresses of the Directors of this Corporation Are:

Mr. & Mrs. Christopher Stansberry  
1100 South Park Avenue  
Sanford, FL. 32771

Mr. & Mrs. John Goodrich  
2799 Fayson Circle  
Deltona, FL. 32725

Mr. & Mrs. Kelly Schermerhorn  
512 Blackstone Ave.  
Deltona, FL. 32725

Mr. & Mrs. Steven Lynch  
1385 Voltaire St.  
Deltona, FL. 32725

The directors shall be elected or appointed as provided by the Bylaws.

Article 10  
Incorporator

The name and address of the person signing these Articles of Incorporation are:

Susan Lynch  
1385 Voltaire St.  
Deltona, FL. 32725

Article 11  
Bylaws

Except as otherwise provided by law, the power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors, providing that a quorum of six (6) directors are present with a minimum vote of five (5) directors approving any adoption, alteration, amendment or repeal any such Bylaws.

Article 12  
Indemnification

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities obligations, including attorney's fees incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

Article 13  
Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

Article 14  
Headings and Captions

The headings and captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of the said headings or captions.

IN WITNESS HEREOF, the undersigned, being the incorporator herein above named, for the purpose of forming a not for profit corporation pursuant to the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereto set my hand and seal

this 3 day of August, 1998.

Susan Lynch  
Susan Lynch

State of Florida  
County of Volusia

the foregoing instrument was acknowledged before me this

3 day of August 1998, by Susan Lynch

who is personally known to me or who has produced FL D.L. L 520-795-63-951-0  
as identification

William M. Hendrickson  
Notary Public



My commission expires:

**Certificate of Designating Place of Business for the Service of Process**  
**Within Florida and Registered Agent**  
**Upon Whom Process may Be Served**

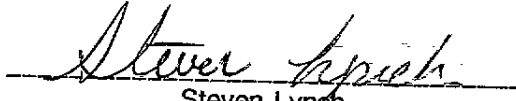
In compliance with Section 48.091, Florida Statutes, the following is submitted:

Mother of the Eucharist Academy Inc. desiring to organize as a not for profit corporation pursuant to the laws of the State of Florida, with its registered office and principle place of Business at : 1385 Voltaire St. Deltona, Florida 32725 has named and designated Steven Lynch as its Registered Agent to accept service of process within the State of Florida.

**Acknowledgement**

Having been named to accept service of process for the above named not for profit corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 3<sup>RD</sup> day of AUGUST, 1998

  
Steven Lynch  
Registered Agent

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