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(Requestor's Name)

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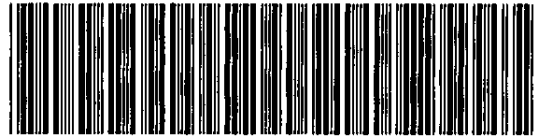
(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
JUN 30 AM 10:55

Fides Catholic Apostolate, Inc.

301 W. Atlantic Ave., Ste. 0-8

Delray Beach, FL 33444

www.fidesformation.com

561-693-3669

June 23, 2014

RECEIVED

14 JUN 30 12:35

SECRETARY
TALLAHASSEE, FLORIDA

Tyrone Scott, Regulatory Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

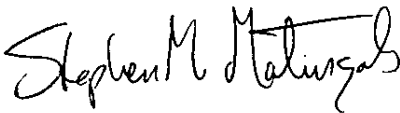
Letter Number: 214A00012757

To Whom It May Concern:

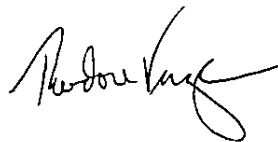
We are writing to advise you that the name of the 501 c-3 for which we have applied, Fides Catholic Apostolate, Inc. is associated with Fides Catholic Apostolate, LLC which is already on file.

The principals are the same in both entities. I am attaching the articles for the LLC so that you may complete the filing process.

Sincerely yours,



Stephen M. Matuszak, S.Th.D.
Managing Member



Theodore Vargas
Managing Member

FILED
SECRETARY
DIVISION OF CORPORATIONS
14 JUN 30 AM 10:55

COVER LETTER

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

SUBJECT: Fides Catholic Apostolate, Inc.

(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: Theodore Vargas

Name (Printed or typed)

301 W. Atlantic Ave., 0-8

Address

Delray Beach, FL 33444

City, State & Zip

561-693-3667

Daytime Telephone number

ted@fideseducation.com

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

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

ARTICLES OF INCORPORATION
OF THE
FIDES CATHOLIC APOSTOLATE, INC.

WE, the undersigned natural persons of the age of eighteen (18) years or more, at least three of whom are citizens of the State of Florida, acting as incorporators of a corporation under the Florida Non-Profit Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE ONE - Name

- 1.01 The name of the Corporation is Fides Catholic Apostolate, Inc.

ARTICLE TWO – Principal Office

- 2.01 The principal place of business and mailing address of the corporation is: 301 W. Atlantic Ave., Suite 0-8, Delray Beach, FL 33444

ARTICLE THREE - Purpose

- 3.01 The purpose or purposes for which the corporation is organized are:

A. General Purposes.

- (i) The Fides Catholic Apostolate, Inc. is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code.
- (ii) The mission of the Fides Catholic Apostolate, Inc. is (1) to teach Catholic doctrine for the purpose of the continuing formation of adult Catholic Laity who desire to increase their knowledge of the Catholic faith, and especially those who are teaching others the Catholic faith as catechists. (2) Fides Catholic Apostolate, Inc. is at the service of the New Evangelization in American society and the renewal of Catholic laity – both young people and adults – to help Catholics grow in their knowledge of our Catholic faith and to live the faith more fully. Fides Catholic Apostolate, Inc. seeks to assist in the faith formation of adult Catholic laity so that by their personal witness and words, faith-filled Catholics can be fully equipped to bring the joy and truth of the Gospel back into our secularized culture.
- (iii) To accomplish this mission, Fides Catholic Apostolate Inc. will develop on-line courses and publish various catechetical texts. Fides Catholic Apostolate, Inc. will teach the doctrine of the Catholic faith in accord with the Magisterium of the Church through on-line courses available in an LMS, and through e-Books which explain the Church's teaching and how to apply it fully to our lives.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 30 AM 10:55

(iv) The goal of the online formation courses is to promote a deeper understanding of the profound teaching of the Catechism of the Catholic Church concerning (1) the profession of the faith of the Church; (2) the beauty of the Church's liturgy and the seven sacraments through which we receive God's grace; (3) the moral teachings of the Catholic Church which guide the adult Catholic to communion with Christ and His Church through the formation of conscience and life in Christ, and (4) to encourage a life of prayer and deeper communication with God.

(v) Fides Catholic Apostolate, Inc. will offer a number of educational products for sale through our website.

(vi) Fides Catholic Apostolate, Inc. will serve and assist dioceses in Florida as well as throughout the United States, by providing content for the certification of catechists who teach the Catholic faith to others, so that they might become more proficient and certified as catechists.

B. Ancillary Purposes.

To do and engage in all lawful activities which are in furtherance of one or more of the general purposes of this Apostolate.

ARTICLE FOUR

4.01 The following additional provisions are inserted for the regulation of the affairs of the Corporation:

A. **Distribution of Earnings.** 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 and to make payments and distributions in furtherance of the purposes set forth in Article Four hereof. 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 or in opposition to any candidate for public office. 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 section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future 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.

B. **Distribution of Assets on Dissolution.** Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any

future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose."

C. Prohibited Activities.

- (i) The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (D) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax Laws.
- (ii) The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax Laws.
- (iii) The Corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax Laws.
- (iv) The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax Laws.

D. Accumulation of Income. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax Laws.

E. Trade or Business. The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in section 513 of the Internal Revenue Code, as now in force or afterwards amended.

F. Legislative and Political Activities. No substantial part of the activities of the Corporation shall consist of attempting to influence Legislation by propaganda or otherwise, or directly or indirectly participating in, or intervening in (including the publishing or distributing of statement), any political campaign on behalf of or in opposition to any candidate for public office.

G. Compensation. No compensation shall be paid any member for serving on the Board, either officer, director, trustee, creator, or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

H. Public Interest. The Corporation is organized to serve public interest. Accordingly, it shall not be operated for the benefit of private interest, such as contributors to or shareholders of the Corporation, or persons controlled directly or indirectly by such private interest.

ARTICLE FIVE – Registered Agent

- 5.01 The name and street address of the initial registered office of the Corporation is Theodore Vargas, 301 W. Atlantic Ave., Suite 0-8, Delray Beach, FL 33444.

ARTICLE SIX - Directors

- 6.01 The number of initial Directors constituting the initial Board of Directors of the Corporation is three (3). The names, titles and addresses of the persons who are to serve as the initial Directors are:

Stephen M. Matuszak	Theodore Vargas	Michael Christensen
President	Treasurer	Secretary
5207 Beckton Road	301 W. Atlantic Ave., 0-8	23254 Marsh Landing Blvd.
Ave Maria, FL 34142	Delray Beach, FL 33444	Estero, FL 33928

- 6.02 The number of directors of the Corporation shall be fixed by the Board of Directors, but in no event shall be less than three (3). Each director shall hold office for three, unless duly removed as prescribed in Article IV. Each director must be reelected at the regular annual meeting.

ARTICLE SEVEN - Incorporator

- 7.01 The name and address of the Incorporator is:

Theodore Vargas	301 W. Atlantic Ave., 0-8	Delray Beach, FL 33444
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ARTICLE EIGHT

- 8.01 The corporation is a non-profit Corporation and has no capital stock.

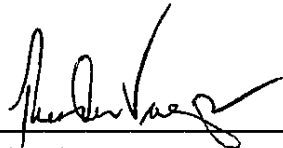
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Registered Agent: Theodore Vargas

June 6, 2014

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a Document of State constitutes a third degree felony as provided for in s.817.155, F.S.



Incorporator: Theodore Vargas

June 6, 2014

SECRETARY OF STATE
DIVISION OF CORPORATE REGISTRATION
JUN 30 AM 10:55