

P170000032913

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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17 APR 10 PM 12:49  
CLERK OF COURT  
JAN ALABAMA FLORENCE

## **LAW OFFICES OF JAMES P. COVEY, P.A.**

<b><u>VERO BEACH OFFICE</u></b> 1575 Indian River Blvd, Suite C-120 Vero Beach, FL 32960 Telephone: 772.770.6160 Facsimile: 772.770.6074	<b><u>STUART OFFICE</u></b> 2207 South Kanner Highway Stuart, FL 34994 Telephone: 772.286.5820 Facsimile: 772.286.1505
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**James P. Covey, J.D., M.B.A.**  
**Licensed to practice in Florida and Maryland**

Robyn H. Eschmann, FRP/Firm Manager  
Melanie B. Lawrence, Paralegal  
Gerard Scobie, Client Support Services

Dorothea F. DePace, Paralegal  
Nely Castro, Legal Assistant  
Merrily Minardi, Accounting Services

March 15, 2017

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

**Re:   *Guidance in Giving, Inc.***

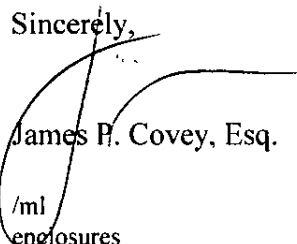
To Whom It May Concern:

Enclosed, you will find the following with regard to the above mentioned Corporation:

1. Department of State, Division of Corporations' Cover Letter;
2. Certificate of Conversion for "Other Business Entity" Into Florida Profit Corporation;
3. Articles of Incorporation;
4. Check No. 006421 in the amount of \$122.50 which represents the filing fees, as well as, receive the desired Certified Copy and Certificate of Status.

If you should need anything further to complete the resignation process, please contact my Vero Beach office at 772.770.6160.

Sincerely,

  
James P. Covey, Esq.

/ml  
enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 20, 2017

LAW OFFICES OF JAMES P COVEY, P.A.  
1575 INDIAN RIVER BLVD., SUITE C-120  
VERO BEACH, FL 32960

SUBJECT: GUIDANCE IN GIVING, INC.  
Ref. Number: W17000023750

17 APR 10 PM 5:02  
OFFICE OF CONFIDENTIAL  
INFORMATION SERVICES

We have received your document for GUIDANCE IN GIVING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

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) 245-6052.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 117A00005289

*Rud*  
12/8/17

**COVER LETTER**

**TO:** Charter Section  
Division of Corporations

**SUBJECT:** GUIDANCE IN GIVING, INC.

\_\_\_\_\_  
Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

James P. Covey, Esq.

\_\_\_\_\_  
Contact Person

James P. Covey, P.A.

\_\_\_\_\_  
Firm/Company

1575 Indian River Boulevard, Suite C-120

\_\_\_\_\_  
Address

Vero Beach, Florida 32960

\_\_\_\_\_  
City, State and Zip Code

office@jccoveylaw.com

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

For further information concerning this matter, please call:

\_\_\_\_\_  
Name of Contact Person at ( 772 ) 770.6160  
Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- |   |   |   |   |
|---|---|---|---|
| <input type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$113.75 Filing Fees<br>and Certified Copy | <input checked="" type="checkbox"/> \$122.50 Filing Fees,<br>Certified Copy, and<br>Certificate of Status |
|---|---|---|---|

**STREET ADDRESS:**

New Filings Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filings Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

17 APR 10 PM 12:43

STATE OF FLORIDA  
DEPARTMENT OF STATE

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:  
GUIDANCE IN GIVING, INC.

Enter Name of Other Business Entity

2. The "Other Business Entity" is a S-Corporation  
(Enter entity type. Example: limited liability company, limited partnership,  
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of New York  
(Enter state, or if a non-U.S. entity, the name of the country)

on April 1, 1997  
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:  
N/A

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**  
GUIDANCE IN GIVING, INC.  
Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: January 1, 2017  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 12 day of March, 2017.

**Required Signature for Florida Profit Corporation:**

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an

Incorporator: Michael R. Cusack

Printed Name: Michael R. Cusack Title: Chairman and Chief Executive Officer

**Required Signature(s) on behalf of Other Business Entity:** [See below for required signature(s).]

Signature: Michael R. Cusack

Printed Name: MICHAEL R. CUSACK Title: CHAIRMAN + CEO

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**If Florida Limited Liability Company:**

Signature of a Member or Authorized Representative.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION**

**In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)**

**ARTICLE I NAME**

The name of the corporation shall be: GUIDANCE IN GIVING, INC.

17 APR 10 PM 12:43

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailing address is:

3600 N. W. 31st Ave.  
PATTAYA SEC FLORIDA

Principal street address  
2141 SW Oakhill Way

Palm City, Florida 34990

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Guidance in Giving, Inc., is a consulting firm what works with the Catholic Dioceses, Parishes and schools conducting  
capital campaigns to build new facilities and raise funds for endowments.

**ARTICLE IV SHARES**

The number of shares of stock is: 200

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Michael R. Cusack, Chairman and CEO

Address: 2141 SW Oakhill Way

Palm City, Florida 34990

Name and Title: Michael V. Goodwin, Pres Diocesan DIV

Address: 222 Harvard Oval

Freehold, NJ 07728

Name and Title: Carlos H. Proano, Exec VP

Address: 5331 Princeton Avenue

Westminster, CA 92683

Name and Title: Joseph W. Zamorano, COO

Address: 7504 Collins Ranch Terrace

San Diego, CA 92130

Name and Title: Stephen Babcock, Exec VP Parish Div

Address: 107 Saxton Avenue

Sayville, NY 11782

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box **NOT** acceptable) of the registered agent is:

Name: James P. Covey, Esq.  
Address: 1575 Indian River Blvd., Suite C-120  
Vero Beach, Florida 32960

**ARTICLE VII INCORPORATOR**

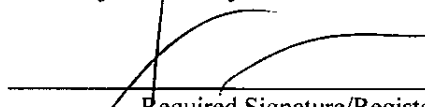
The **name and address** of the Incorporator is:

Name: Michael R. Cusack  
Address: 2141 SW OakHill Way  
Palm City, Florida 34990

17 APR 10 PM 12:49  
DEPT. OF STATE  
TALLAHASSEE, FL 32304


\*\*\*\*\*

*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*

  
Required Signature/Registered Agent

3-15-2017  
Date

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

  
Required Signature/Incorporator

3/12/17  
Date