

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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The Three Hierarchs
Orthodox School, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 16, 1998

RENE CHOUERI
533 BRIARWOOD ROAD
VENICE, FL 34293

SUBJECT: THE THREE HIERARCHS ORTHODOX SCHOOL, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT corporation. Please be advised, we have corrected our records to reflect this corporation as a NONPROFIT corporation and assigned new document number N9800000893 with the original file date of December 11, 1997.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
John Nedeau
Document Specialist
New Filing Section

Letter number: 798A00008715

ARTICLES OF INCORPORATION
OF
THE THREE HIERARCHS ORTHODOX SCHOOL, INC.

I.

CORPORATE NAME

The name of this corporation is THE THREE HIERARCHS ORTHODOX SCHOOL, INC.

II.

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the corporation is:

700 Shamrock Boulevard
Venice, Florida 34293

III.

CORPORATE NATURE

The exclusive purpose of this corporation is to operate for religious instruction and education, schools and other institutions connected therewith of an educational, religious, charitable and benevolent character as defined under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, for the purpose of providing the standards of education required by the State of Florida and in an environment suitable to the growth of Orthodox Christian life and faith. The schools shall admit students of any race, color, gender, national or ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the schools. The schools shall not discriminate on the basis of race, color, gender, national and ethnic origin in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school administered programs. Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the

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Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

IV.

NET 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 III 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.

V.

TERM

This corporation shall have a perpetual existence.

VI.

MEMBERSHIP

The corporation will have members and the qualification for membership will be set forth in the by-laws of the corporation.

VII.

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, or the 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. Any such assets not so disposed of shall be disposed of by a 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.

VIII.

INCORPORATORS

The names and address of the Incorporators of this corporation are as follows:

NAME	ADDRESS
MELODY NIMEY	3805 Malec Circle, Sarasota, FL 34233
RENE CHOUEIRI	533 Briarwood Road, Venice, FL 34293

IX.

REGISTERED AGENT AND OFFICE

The address of the the corporation's registered office shall be 1800 Second Street, Suite 960, Sarasota, Florida 34236 and the name of its registered agent at said address shall be Robert M. Pretschner, Esq.

X.

MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of this corporation shall be not less than five (5) nor more than fifteen (15). The number of Directors may be changed by a by-law adopted by the members.

The Directors named herein as the first board of directors shall hold office until the first meeting of members, at which time, an election of Directors shall be held. Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of three (3) years until an annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be set by the By-Laws.

The names and address of such first members of the Board of Directors are as follows:

NAME	ADDRESS
FATHER CATALIN MOT	1629 Shamrock Blvd, Venice, FL 34293
MELODY NIMEY	3805 Malec Circle, Sarasota, FL 34233
RAYMOND NIMEY	3805 Malec Circle, Sarasota, FL 34233
RENE CHOUERI	533 Briarwood Road, Venice, FL 34293
HILDEGARD SCHEIBNER	2644 Nassau Street Sarasota, FL 34231

(b) Corporate Officers. The Board of Directors shall elect the following officers: Chairman, Vice-Chairman, Secretary, and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

NAME	TITLE	ADDRESS
FATHER CATALIN MOT	CHAIRMAN	1629 Shamrock Blvd, Venice, FL 34293
MELODY NIMEY	VICE CHAIRMAN	3805 Malec Circle, Sarasota, FL 34233
RAYMOND NIMEY	TREASURER	3805 Malec Circle, Sarasota, FL 34233
HILDEGARD SCHEIBNER	SECRETARY	2655 Nassau Street Sarasota, FL 34231

XI.

BY-LAWS

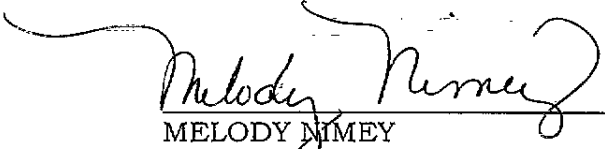
Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not For Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of the corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the By-Laws.

XII.

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be enacted by a board resolution which is adopted by a quorum of the corporate membership.

We, the undersigned, being the incorporators of this corporation, for the purposes of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 2ND day of December, 1997.



MELODY NIMEY



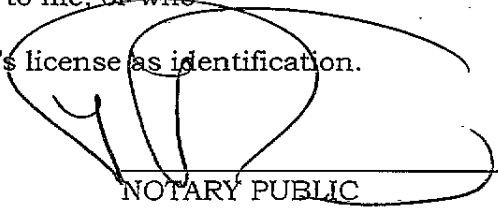
RENE CHOUEIRI

STATE OF FLORIDA

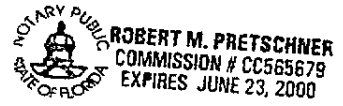
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this _____ day of December, 1997, by MELODY NIMEY and RENE CHOUEIRI, who are

✓ personally known to me, or who
_____ produced a driver's license as identification.

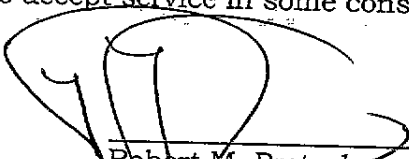


NOTARY PUBLIC


NOTARY PUBLIC
ROBERT M. PRETSCHNER
COMMISSION # CC565678
EXPIRES JUNE 23, 2000

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation; to accept service of process; to keep his office open during the prescribed hours; to post his name and any other persons authorized to accept service in some conspicuous place in the office as required by law.



Robert M. Pretschner, Esq.
Kass Hodges, P.A.
1800 Second St., Suite 960
Sarasota, FL 34236

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