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TALLAHASSEE, FL

COVER LETTER

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

SUBJECT: WAT THAMMADEVARAS, 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: DAMPONG PHOLSRI  
Name (Printed or typed)

419 Taurus Lane  
Address

Orange Park FL 32073  
City, State & Zip

850-240-1215  
Daytime Telephone number

d\_pholsri@hotmail.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**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: WAT THAMMADEVARAJ, INC

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:

419 Taurus lane  
Orange Park, FL 32073

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: Buddha Temple / Church /  
Meditation, prayer service

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed:

Committee solicits candidates, written notice sent to  
all active members 30 days prior to election for votes

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

Name and Title:	<u>Damrong Pholsri</u> President	Name and Title:	<u>Amnuay Thambundit</u>
Address:	<u>419 Taurus lane</u>	Address:	<u>2930 Bayshore Vista</u> Vice President
	<u>Orange Park, FL 32073</u>		<u>Tampa, FL 33611</u>

Name and Title:	<u>Lisa Stewart</u> secretary	Name and Title:	
Address:	<u>85372 Clayton Rd</u>	Address:	
	<u>Gulley, FL 32097</u>		

Name and Title:		Name and Title:	
Address:		Address:	

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Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

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

Name: FRANCIS M. BOYER

Address: 9471 Baymeadows Road, Suite 406  
Jacksonville, FL 32256

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Damrong Pholsri

Address: 419 Taurus Lane  
Orange Park, FL 32073

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**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**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.

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

[Signature]  
Required Signature of Registered Agent

10/25/18  
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.

[Signature]  
Required Signature of Incorporator

10/11/2018  
Date

**ARTICLES OF INCORPORATION  
WAT THAMMADEVARAJ  
Buddhist Mediation Center**

**ARTICLE I**

**GENERAL:**

- A) The corporation shall be an Ecclesiastical corporation.
- B) The corporation shall be a non-profit corporation.
- C) The period of its duration shall be perpetual.

**ARTICLE II**

**NAME:**

The name of the corporation shall be known as WAT THAMMADEVARAJ Buddhist Mediation Center.  
(Hereinafter the BMC).

**ARTICLE III**

**PRINCIPLE OFFICE:**

The principle office of this corporation shall be located in Orange Park, Florida.

**ARTICLE IV**

**OBJECTIVES:**

The objectives of this corporation shall be:

- A) To promote and support activities connected with the Buddhist religion
- B) To advance, support and propagate Buddhist doctrine
- C) To organize and unit Buddhist followers, religious workshops, and charitable activities
- D) To organize, plan, promote, finance, lease, operate, maintain, purchase, contract, and establish a monastery for religious activities of Buddhism.
- E) To assist and promote educational and cultural activities in the communities as may be deemed applicable and appropriate.

**ARTICLE V**

**Section 5.1 Category**

**MEMBERSHIP:**

The corporation shall have three categories of membership:

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- A) Active members: Any person of legal voting age who registers with B.M.C. and resides in the State of Florida, or any adjacent state and supports the ideals of Buddhism
- B) Associate Members: Any person who is not applicable to (A) but maintains his/her relationship with the association and participates in its activities.
- C) Honorary Member: Any person who supports the principles of B.M.C. and who has made substantial contribution to the corporation, and his/her eligibility is approved unanimously by the Board of Directors.

#### **Section 5.2 TERMINATION OF MEMBERSHIP:**

The membership shall be terminated by the following causes:

- A) Death
- B) Resignation
- C) Expulsion by the Board of Directors for the conduct; injurious or prejudicial to the corporation or an act considered detrimental to the Buddhist doctrine.
- D). Failure to abide by these Bylaws.

In acting upon the cases in (C) and (D) in section 2 a two-thirds vote in the general meeting shall be required.

### **ARTICLE VI**

#### **ABBOT OF THE TEMPLE**

The Abbot of the Temple shall be the Buddhist monk. He shall be the President of the corporation and serve as the chairman of Executive Board.

He shall actively direct and organize the religious affairs. He shall preside at meeting of the Executive Board. He shall have the power to select, substitute, remove and appoint the Vice President and officers of the Corporation.

The Abbot of the Temple shall be terminated by the following causes:

- A) Death
- B) Resignation

### **ARTICLE VII**

#### **OFFICES AND THEIR ELECTION:**

##### **Section 7.1 Composition**

The officers of the Corporation hereinafter referred to as the "Officer" shall be:

- A) President
- B) Vice President
- C) Secretary/Treasurer

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This shall be known as the Board of Directors. A President and Vice President shall be ordained by Buddhist monks. The remainder shall be non-monks.

**Section 7.2 TERM OF OFFICE:**

The term of office of each Director shall be as follows:

- A) The President and Vice President shall hold office until he is no longer the Abbot of the Temple.

**Section 7.3 VACANCIES:**

In the event of the death, resignation, removal or inability to serve vacancy of any appointed monk shall be filled by the recommendation of the Board of Directors as soon as possible. The successor shall serve the office for the unexpired term of his predecessor.

In the event of any vacancy of the elected director, a re-election by ballot of the active members shall be held at the upcoming general meeting. Any vacancy in the position of the Board of Directors may be temporarily filled at the discretion of the Board of Directors until a special election or appointment can be made.

**Section 7.4 REMOVAL:**

Any appointed or elected Officer may be removed from the office for any of the following reasons unless otherwise specified in these Bylaws:

- A) Death
- B) Resignation
- C) Serious damage to the corporation due to the neglect of his/her duties.
- D) Any cause or act involvement moral issues
- E) Being absent two consecutive board meetings without appropriate excuse.

**Section 7.5 ELECTION:**

The President shall be designated by the Board of Directors within 30 days. The election committee is composed of (1) chair person and at least four (2) active members appointed by the Board of Directors.

The committee shall be responsible to solicit candidates for office to be filled.

A written notice of election must be sent to all active members at least 30 days prior to the election. Such notice shall specify the time and place of election as fixed by the Election Committee.

Any active member shall be entitled to vote for his/her candidate in person.

**ARTICLES VIII**

**Section 8.1 BOARD:**

General powers and responsibilities of the Board of Directors shall be:

- A) To supervise and direct the affairs and activities of the Corporation.

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- B) To appoint the committee, dissolve the committee, enlarge the committee, remove any committee member and fill any vacancy
- C) To determine such banks and trust companies for depository of the funds of this Corporation.
- D) To issue statements to the public over matters of immediate concern
- E) To plan and prepare the program of the semi-annual and annual meetings of the corporation.
- F) To make rules and regulations not forbidden by these Bylaws.

#### **Section 8.2 PRESIDENT:**

The President shall be the chief executive officer of the Board of Directors

- A) Be an ex-officio member of all committees.
- B) Appoint and remove any officer, committee or committee member with approval of the Board of Directors
- C) Have authority to sign bonds, mortgages, contracts, and documents upon the approval of the Board of Directors.
- D) Counter sign all payment out by the Treasurer.
- E) Enforce of these Bylaws, and to carry out of the resolutions and proceedings of the Corporation, the Board of Directors
- F) Administer the affairs of the Corporation according to the resolution of the Board of Directors.

#### **Section 8.3 VICE PRESIDENT:**

The Vice President shall assist the President in the performance of his duties, and act as may be delegated by the President.

Should the President be absent or unable to serve the office, the Ecclesiastical Vice President shall perform the religious duties of the President, and the non-monk Vice President shall carry out those secular duties of the President.

In the event of vacancy of the office of the President, the Vice President shall succeed the office of the President and shall share equally in overall authority coordinating their duties as provided for in these Bylaws until a successor shall be appointed.

#### **Section 8.4 SECRETARIES:**

The secretary shall:

- A) Be custodian of all legal records and seal of Corporation.
- B) Record minutes of all meetings
- C) Send notices, agenda of meetings and minutes of previous meetings to the members concerned.
- D) Conduct the correspondence of the Corporation
- E) Perform such other dues as assigned by the President.

#### **Section 8.5 TREASURER:**

The Treasurer shall:

- A) Be the custodian of all monies of the Corporation.

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- B) Deposit all monies of the Corporation under the name of WAT THAMMADEVARAJ Buddhist Mediation Center in safe banking institution subject to the direction of the Board of Directors.
- C) Keep an accurate record of receipts and expenditures, each transaction must be accompanied by a receipt or a voucher slip.
- D) Submit at each regular meeting of the Board of Directors a report regarding to the financial transactions of the corporation, the funds of the corporation, and his/her actions as Treasurer.
- E) Pay all authorized obligations of the Corporation by vouchers which shall be countersigned by the President, unless otherwise provided for in these Bylaws.
- F) Perform such other duties assigned by the President and as provided for in these Bylaws.

The President with the approval of the Board of Directors may appoint from time to time any Committee to achieve the objectives of the corporation.

The term of the office and the number of members in any committee shall be determined by the Board of Directors as may seem appropriate.

No committee decisions shall be made by any single committee member, the action of a committee must represent the decision of majority of the entire committee membership.

## ARTICLES OF IX

### MEETING OF THE BOARD OF DIRECTORS:

The Board of Directors shall meet at least 6 times annually. Special meetings may be called by the President or upon the request of the board members.

#### Section 9.1 COMMITTEE MEETINGS

Committee meetings shall be subject to the agreement of their own members upon the call of the chairpersons as often as necessary to assure that the business is properly executed.

#### Section 9.2 GENERAL MEETINGS

The annual meeting shall be on first week of January. Three voting members present in person shall constitute a quorum.

At the general meetings, the President or authorized individuals shall make summary reports of the past activities.

Each active member shall be notified by mail, of the general meeting, said notice to be delivered at least 30 days prior to the meeting. The notice shall state the date, place and agenda of the meeting.

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Special general meeting of members of the corporation may be called by the President, the Board of Directors, or not less than 10 active members.

#### **ARTICLE X**

##### **AMENDMENTS**

These bylaws may be amended on two-thirds vote of active members physically present at any general meeting, provided a quorum is present. The amendments may be initiated by any active member with the approval of the Board of Directors. Should the proposed amendments be rejected by the Board of Directors, they may be resubmitted and brought into consideration of the meeting only when they are signed by not less than 10-20 active members.

Bylaw changes shall take effect at the close of the annual meeting at which they are approved except as otherwise specified at the time of approval. Such changes shall be published in the bulletin of the Corporation.

#### **ARTICLE XI**

##### **DISSOLUTION OF THE CORPORATION**

If at any time the Board of Directors shall determine that the objectives of the corporation cannot be carried out and the Corporation is dissolved and liquidated, all remaining assets after the satisfaction of all debts and liabilities shall be donated for the benefit and use of other legally charitable Buddhist organization having the same or similar objectives and must be approved or agreed upon by the Board of Directors.

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