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MARKS, GRAY, CONROY & GIBBS

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

JAMES C. RINAMAN, JR.
H. FRANKLIN PERRITT, JR.
VICTOR M. HALBACH, JR.
GERALD W. WEEDON
NICHOLAS V. PULIGNANO, JR.
WILLIAM M. CORLEY
JEPHTHA F. BARBOUR
LINDA C. INGHAM
SUSAN S. ERDELYI
ROBERT E. BROACH
ALAN K. RAGAN
STEPHEN B. GALLAGHER

DANIEL A. NICHOLAS
M. SCOTT THOMAS
GREGORY A. LAWRENCE
JAMES A. HOENER
L. JOHNSON SARBER III
DONALD L. DEMPSEY II

RICHARD P. MARKS (1876-1942)
SAM R. MARKS (1885-1973)
HARRY T. GRAY (1890-1975)
FRANCIS P. CONROY II (1912-1991)
DELBURGE L. GIBBS (1917-1992)

1200 RIVERPLACE BOULEVARD
SUITE 800
JACKSONVILLE, FLORIDA 32207
POST OFFICE BOX 447
JACKSONVILLE, FLORIDA 32201

TELEPHONE (904) 398-0900
TELECOPIER (904) 399-8440
E-MAIL marksgra@gate.net

July 14, 1998

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

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-07/16/98--01022--017
****122.50 ****122.50

Re: Articles of Incorporation of:
THE MARIAN SERVANTS OF THE BLESSED SACRAMENT, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation and Registered Agent's Certificate for the above-captioned corporation. Please file the original of these documents and return a certified copy of the Articles and the Agent's Certificate receipt stamped to this office. A check in the amount of \$122.50 is enclosed to cover filing costs.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact us.

Gerald W: GAVE
AUTHORIZATION BY PHONE TO
CORRECT Effective date
DATE 7-20-98
DOC. EXAM GN

Yours very truly,

MARKS, GRAY, CONROY & GIBBS, P.A.


Gerald W. Weedon

EFFECTIVE DATE

7-9-98

GWW/dsm
Enclosures
cc: Joan Triglia

FILED
98 JUL 16 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GN 7-20-98

ARTICLES OF INCORPORATION
OF
THE MARIAN SERVANTS OF THE BLESSED SACRAMENT, INC.

FILED
98 JUL 16 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

EFFECTIVE DATE

7-9-98

The name of the corporation is **The Marian Servants of the Blessed Sacrament, Inc.,**

ARTICLE II

TERM OF EXISTENCE

The term for which the corporation shall exist shall be perpetual, commencing on the date of execution of these Articles, or within five (5) business days prior to receipt.

ARTICLE III

PURPOSE

The purpose and objects of the corporation, governed by Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, shall be:

1. to offer spiritual counselling and prayer ministry for persons who are seeking Christian wholeness through staff composed of professional and non-professional personnel who will endeavor to create an atmosphere of love through the use of spiritual, emotional and recreational therapy in order to enable persons to live a more balanced life. Further the corporation shall provide a program for clinical professionals and laity in leadership or pastoral roles in the use of the charismatic gifts of healing. The chief focus of this work is to proclaim Jesus Christ as Lord, helping others attain a relationship with Him which would give them faith and hope for meeting the challenge of life.

2. To raise and solicit such monies, donations, gifts and properties as may be necessary to conduct the purposes and activities for which this organization is incorporated.

3. To purchase, lease or otherwise acquire real and personal property of every kind and description and to approve, sell, dispose of, lease, exchange, rent, convey, mortgage said property or any part thereof, but only insofar as is necessary to effectuate the purposes of the organization.

4. To solicit and receive contributions, grants, gifts, devises and transfers of real and personal property which contributions can be used to carry on the purposes of the organization.

5. To own, hold title to, invest and manage such real and personal property as is contributed to the organization and to distribute the principal and interest therefrom for the purposes referred to above.

6. To engage in any lawful activity within the State of Florida or elsewhere which enables the purposes set forth in the preceding paragraphs to be accomplished.

ARTICLE IV

SCOPE OF ACTIVITY

The corporation shall have the power, either directly or indirectly, either alone or in conjunction with others, to do any and all lawful acts and things and to engage in any and all lawful activities that may be necessary, useful, suitable, desirable or

proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any of such purposes. Notwithstanding anything in this Articles of Incorporation to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c) of the Internal Revenue Code of 1986 and the regulations under the Internal Revenue Code as the Internal Revenue Code and such regulations now exist or as they may hereafter be amended from time to time.

ARTICLE V

PROHIBITED ACTIVITIES

At all times, and notwithstanding any change in name, merger, consolidation, reorganization, termination, dissolution or winding up of this corporation, voluntary or involuntary, or by operation of law, or any other provision of these Articles of Incorporation or any other organizational documents of the corporation:

(a) The corporation shall not possess or exercise any power or authority either expressly, by interpretation or by operation of law that will prevent it at any time from qualifying and continuing to qualify as a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, nor shall it engage directly or indirectly in any activity that would cause the loss of such

qualification.

(b) No part of the assets or net earnings of the corporation shall be used ever, nor shall the corporation ever be organized or operated, for purposes that do not exclusively promote charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

(c) The corporation shall not be operated for the principal purpose of carrying on a trade or business for profit.

(d) At no time shall the corporation engage in any activities that are unlawful under the laws of the United States of America, the State of Florida or any other jurisdiction where its activities are carried on.

(e) No part of the income of the corporation shall enure to the benefit of any member, trustee, 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), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets.

(f) The corporation shall distribute its income for each taxable year at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Internal Revenue Code of 1986, as amended, and the corporation shall

not:

(i) Engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended;

(ii) Retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended;

(iii) Make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code of 1986, as amended; or

(iv) Make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended.

(g) No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VI

DISSOLUTION

Upon the termination, dissolution or winding up of the corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only

to, one or more organizations having either exclusively charitable, religious, scientific or educational purposes or a primary purpose to promote social welfare only for exempt purposes as defined in Sections 501(c)(3) and (4) of the Internal Revenue Code of 1986, as amended.

ARTICLE VII

MEMBERSHIP

The corporation is to be organized on a non-stock membership basis. Such membership shall be nonredeemable, nontransferable and non-divided bearing. The corporation shall have members as provided in the bylaws.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation in the State of Florida is 30 Ocean Avenue, St. Augustine, Florida 32084, and the name of the initial registered agent of the corporation at that address is Monsignor Harold F. Jordan. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE IX

BOARD OF DIRECTORS

The corporation shall have four (4) Directors. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the

Directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Pamela Edwards	226 Mayan Terrace St. Augustine, Florida
Barbara Desorbo	1143 River Creek Drive Jacksonville, Florida 32223
Joan Triglia	7619 Hollyridge Circle Jacksonville, Florida 32223
Manuel Valle	3030 Gosman Road Green Cove Springs, Florida 32043

The Directors shall be divided into three classes, each class to be as nearly equal in number as possible; the term of office of Directors of the first class to expire at the first annual meeting of members after their election, that of the second class to expire at the second annual meeting after their election, and that of the third class to expire at the third annual meeting after their election. At each annual meeting after such classification the number of Directors equal to the number of the class whose term expires at the time of such meeting shall be elected to hold office until the third succeeding annual meeting. No classification of Directors shall be effective prior to the first annual meeting of members after the date of incorporation.

ARTICLE X

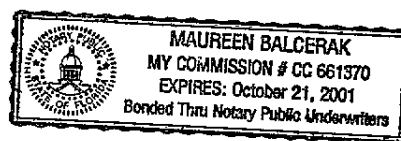
BYLAWS

Both the members and the Board of Directors may repeal, amend

signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at St. Augustine,
St. John's County, Florida, this 9 day of
June, 1998.

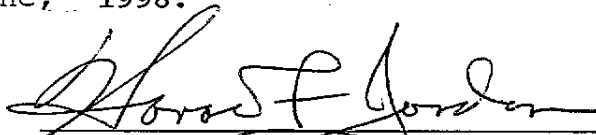
Maureen Balcerak



**CERTIFICATE OF ACCEPTANCE OF DESIGNATION
OF REGISTERED AGENT OF
THE MARIAN SERVANTS OF THE BLESSED SACRAMENT**

The undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon The Marian Servants of the Blessed Sacrament, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 30 Ocean Avenue, St. Augustine, Florida 32084.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at St. Augustine, St. John's County, Florida, on this 9th day of June, 1998.


Monsignor Harold F. Jordan
Registered Agent

EFFECTIVE DATE

7-9-98

FILED
98 JUL 16 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA