

699298

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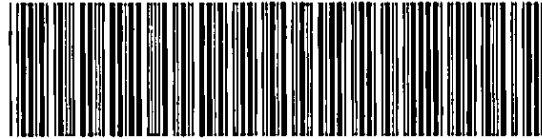
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COSTELL WALTON, JR., P.A.

1000 N. W. 10th Ave., Suite 100
Fort Lauderdale, Florida 33304
(305) 463-1111

COSTELL WALTON, JR.

July 27, 1982

Office of the Secretary of State
State of Florida
The Capitol
Tallahassee, Florida 32304

Attention: Martha Bunley

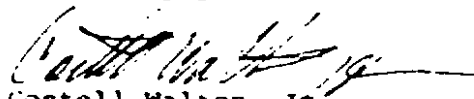
Re: Registration of Charitable Trust

Dear Ms. Bunley:

Enclosed please find (1) an original and one copy of the declaration of trust for the Florida Council of Deliberation Charitable Trust, (2) a check in the amount of Two Hundred and Fifteen Dollars as the registration fee and cost of a certified copy of the declaration of trust and (3) an affidavit of certification as to the accuracy of the document by the chairman of the board of trustees of the trust.

Please approve the registration of the trust and return a certified copy to me as soon as possible.

Very truly yours,


Costell Walton, Jr.

enclosures

cc: Wilbur Fernander, Sr., Deputy

RECEIVED
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUL 29 1982

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FLORIDA DEPARTMENT OF STATE

D.W. McKinnon, Director
Division of Corporations
904/488-9636

George Firestone
Secretary of State

Miss Marie Sims, Chief
Bureau of Corporate Records
904/488-9253

August 9, 1982

Costell Walton, Jr., P.A.
2750 West Oakland Park
Building, Suite 107
Fort Lauderdale, Florida 33311

Attention: Costell Walton, Jr.

SUBJECT: THE FLORIDA COUNCIL OF DELIBERATION CHARITABLE TRUST

DOCUMENT NUMBER: 699298

This will acknowledge receipt of the following:

1. xx Check(s) totalling \$ 215.00
2. Amendment to Limited Partnership filed
3. Amendments to Articles of Incorporation filed
4. Limited Partnership filed
5. Limited Partnership Annual Report filed
6. Trademark Application filed
7. Application for qualification filed
8. xx OTHER: Declaration of Trust filed 8-4-82

ENCLOSED:

- | | |
|--|---|
| 1. <u>xx</u> Certified Copy(ies) one (1) | 3. <u> </u> Certificate of Authority |
| 2. <u> </u> Certificate(s) Under Seal | 4. <u>xx</u> OTHER: Certificate one (1) |

If you have any further questions concerning the filing of your document,
please call (904) 488-9840.

Division of Corporations • P.O. Box 6327 • Tallahassee, Florida 32301

FLORIDA-State of the Arts

br

THE FLORIDA COUNCIL OF DELIBERATION CHARITABLE TRUST

Declaration of trust made as of the 24th day of July, 1982, by The Florida Council of Deliberation Charitable Trust, trustees, of 701 S.W. Second Place, Dania, Florida 33004, who hereby declare and agree that they have received this day from The Florida Council of Deliberation, Ancient & Accepted Scottish Rite of Freemasonry, Southern Jurisdiction, P.H.A., as donor, the property described on the attached Exhibit "A" hereto and made a part hereof, and that they will hold and manage the same, and any additions to it, in trust, as follows:

SECTION ONE

NAME

This trust shall be called "The Florida Council of Deliberation Charitable Trust."

SECTION TWO

RECEIPT AND ACCEPTANCE OF PROPERTY BY TRUSTEES

The trustees may receive and accept property, whether real, personal, or mixed, by way of gift, bequest, or devise, from any person, firm, trust, or corporation, to be held, administered, and disposed of in accordance with and pursuant to the provisions of this declaration of trust; but no gift, bequest or devise of any such property shall be received and accepted if it is conditioned or limited in such manner as to require the disposition of the income, or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in this declaration of trust, or as shall in the opinion of the trustees, jeopardize the federal income tax exemption of this trust pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

SECTION THREE

PAYMENT OR DISTRIBUTIONS FROM INCOME OR PRINCIPAL

The principal and income of all property received and accepted by the trustees to be administered under this declaration of trust shall be held in trust by them and the trustees may make payment or distributions from income or principal, or both, to or for the use of such charitable organizations within the meaning of that term as defined in SECTION FIVE, in such amounts and for such charitable purposes of the trust as the trustees shall from time to time select and determine; and the trustees may make payments or distributions from income or principal, or both, directly for such charitable purposes, within the meaning of that term as defined in SECTION SIX, in such amounts as the trustees shall from time to time select and determine without making use of any other charitable organization.

The trustees may also make payments or distribution of all or any part of the income or principal to states, territories, or possession of the United States, any political subdivision of any of the foregoing, or to the United States or the District of Columbia but only for charitable purposes within the meaning of that term as defined in SECTION SIX. Income or principal derived from contributions by corporations shall be distributed by the trustees for use solely within the United States of America or its possessions. No part of the net earnings of this trust shall inure or be payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of this trust shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. No part of the activities of this trust shall be the participation in, or intervention (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

SECTION FOUR

TERMINATION OF TRUST

The trust shall continue forever unless the trustees terminate it and distribute all of the principal and income, which action may be taken by the trustees in their discretion at any time. On such termination, the trust fund, as then constituted shall be distributed to or for the use of such charitable organizations, in such amounts and for such charitable purposes as the trustees shall then select and determine.

SECTION FIVE

MEANING OF CHARITABLE ORGANIZATIONS

In this declaration of trust and in any amendments to it, references to charitable organizations or charitable organization mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting, to influence legislation, and which do not participate in or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. It is intended that the organization described in this section shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

SECTION SIX

MEANING OF "CHARITABLE PURPOSES"

In this declaration of trust and in any amendment to it, the term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific, literary or educational purposes within the meaning of those terms as used in Section 501(c)(3) of the Internal Revenue Code of 1954 but only such purposes as also constitute public charitable purposes under the laws on trusts of the State of Florida.

SECTION SEVEN

AMENDMENT OF TRUST

This declaration of trust may be amended at any time or times by written instrument or instruments signed and sealed by the trustees, and acknowledged by any of the trustees, provided that no amendment shall authorize the trustees to conduct the affairs of this trust in any manner or for any purpose contrary to the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 as now in force or afterwards amended. An amendment of the provisions of this section (or any amendment to it) shall be valid only if and to the extent that such amendment further restricts the trustees' amending power. All instruments amending this declaration of trust shall be noted upon or kept attached to the executed original of this declaration of trust held by the trustees.

SECTION EIGHT

RESIGNATION AND APPOINTMENT OF TRUSTEES

Any trustee under this declaration of trust may, by written instrument, signed and acknowledged, resign his office. The number of trustees shall be at all times not less than three, and whenever for any reason the number is reduced to two or less, there shall be,

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and at any other time there may be, appointed one or more additional trustees. Appointment shall be made by the Deputy of the Orient, Florida Council of Deliberation, Ancient & Accepted Scottish Rite of Freemasonry, Southern Jurisdiction for the time in office by written instrument signed and acknowledged. Any succeeding or additional trustee shall, upon his acceptance of the office by written instrument signed and acknowledged, have the same powers, rights and duties, and the same title to the trust estate jointly with the surviving or remaining trustee or trustees as if originally appointed.

SECTION NINE

LIABILITIES OF TRUSTEES

None of the trustees shall be required to furnish any bond or surety, none of them shall be responsible or liable for the acts or omissions of any other of the trustees or of any predecessor or of a custodian, agent, depository or counsel selected with reasonable care.

SECTION TEN

DELEGATION OF AUTHORITY

The three or more trustees, whether original or successor, for the time being in office, shall have full authority to act even though one or more vacancies may exist. A trustee may, by appropriate written instrument, delegate all or any part of his powers to another or others of the trustees for such periods and subject to such conditions as such delegating trustee may determine.

SECTION ELEVEN

COMPENSATION OF TRUSTEES

The trustees serving under this declaration of trust are authorized to pay to themselves amounts for reasonable expenses incurred and reasonable compensation for services rendered in the administration of this trust, but in no event shall any trustee who has made a contribution to this trust ever receive any compensation thereafter.

SECTION TWELVE

POWERS OF TRUSTEES

In extension and not in limitation of the common law and statutory powers of trustees and other powers granted in this declaration of trust, the trustees shall have the following discretionary powers:

(a) To invest and reinvest the principal and income of the trust in such property, real, personal, or mixed, and in such manner as they shall deem proper, and from time to time to change investments as they shall deem advisable; to invest in or retain any stocks, shares, bonds, notes, obligations, or personal or real property (including without limitation any interest in or obligation with any corporation, association, business trust, investment trust, common trust fund, or investment company) although some or all of the property so acquired or retained is of a kind or size which but for this express authority would not be considered proper and although all of the trust funds are invested in securities of one company. No principal or income, however, shall be loaned, directly or indirectly, to any trustee or to anyone else, corporate or otherwise, who has at any time made a contribution to this trust, nor to anyone except on the basis of an adequate interest charge and with adequate security.

(b) To sell, lease, or exchange any personal, mixed or real property at public auction or by private contract, for such consideration and on such terms as to credit or otherwise, and to make such contracts and enter such undertakings relating to the trust property, they consider advisable, whether or not such leases or contracts may extend beyond the duration of the trust.

(c) To borrow money for such periods, at such rates of interest, and upon such terms as the trustees consider advisable, and as security for such loans, to mortgage or pledge any real or personal property with or without power of sale; to acquire or hold any real or personal property, subject to any mortgage or pledge on or of property acquired or held by this trust.

(d) To execute and deliver deeds, assignments, transfers, mortgages, pledges, leases, covenants, contracts, promissory notes, releases, and other instruments, sealed or unsealed, incident to any transaction in which they engage.

(e) To vote, to give proxies, to participate in the reorganization, merger or consolidation of any concern, or in the sale, lease, disposition, or distribution of its assets; to join with other security holders in acting through a committee, depositary, voting trustees, or otherwise, and in this connection to delegate authority to such committee, depositary, or trustees and to deposit securities with them or transfer securities to them; to pay assessments levied on securities or to exercise subscription rights in respect of securities.

(f) To employ a bank or trust company as custodian of any funds or securities and to delegate to it such powers as they deem appropriate; to hold trust property without indication of fiduciary capacity but only in the name of a registered nominee, provided the trust property is at all times identified as such on the books of the trust; to keep any or all of the trust property or funds in any place or places in the United States of America; to employ clerks, accountants, investment counsel, investment agents, and any special services, and to pay the reasonable compensation and expenses of all such services in addition to the compensation of the trustees.

SECTION THIRTEEN

TRUSTEES FIDUCIARY CAPACITY

The trustees' powers are exercisable solely in the fiduciary capacity consistent with and in furtherance of the charitable purposes of this trust and not otherwise.

SECTION FOURTEEN

MEANING OF "TRUSTEES"

In this declaration of trust and in any amendment to it, references to "trustees" mean the one or more trustees, whether original or successor, for the time being in office.

SECTION FIFTEEN

MISCELLANEOUS

Any person may rely on a copy, certified by a notary public, of the executed original of this declaration of trust held by the trustees, and of any of the notations on it and writings attached to it, as fully as he might rely on the original documents themselves. Any such person may rely fully on any statements of fact certified by any who appears from such original documents or from such certified copy to be a trustee under this declaration of trust. No one dealing with the trustees need inquire concerning the validity of anything the trustees purport to do. No one dealing with the trustees need see to the application of anything paid or transferred to or upon the order of the trustees of the trust.

SECTION SIXTEEN

GOVERNING LAW

This declaration of trust is to be governed in all respects by the laws of the State of Florida.

The Florida Council of Deliberation
Ancient & Accepted Scottish Rite of
Freemasonry, Southern Jurisdiction,
P.H.A.

By: [Signature]

By: [Signature]

We the undersigned hereby accept and assume the trust created by the foregoing trust instrument according to all the terms and conditions thereof.

Date

Date

[Signature]
Wilbur Fernander
701 S.W. 2nd Pl., Dania,
Florida 33004

[Signature]
Rosa L. Johnson
1121 W. 16 St., Jacksonville,
Florida 32209

[Signature]
Alfred G. Delattibeaudiere
407 1/2 Sandford Ave., Sanford,
Florida 32771

[Signature]
Sollie Mitchell
4009 Gillis Lee Dr., Jacksonville
Florida 32209

[Signature]
Samuel W. Williams, Sr.
1240 NW 27 Ave., Ft. Lauderdale,
Florida 33311

[Signature]
Ruby F. Herndon
2527 Lantana Ave., Jacksonville,
Florida 32209

[Signature]
William E. Womack
956 NW 10 St., Hallandale,
Florida 33009

[Signature]
Roston Bullard
431 Garfield Ave., Winter Park,
Florida 32789

[Signature]
Rudolph Bradley
2965 NW 52 St., Miami,
Florida 33142

[Signature]
Frank Gray, Jr.
2324 Kara Dr., Tallahassee,
Florida

[Signature]
Andrew S. Hall
50 NE 84 St., Miami,
Florida 33138

[Signature]
Phillip Major, Jr.
1150 W. 23 St., Riviera Beach,
Florida 33404

[Signature]
Phillie A. Robinson
4221 W. Nassau Street, Tampa
Florida 33607

[Signature]
George Washington
3506 N. 9 Ave., Pensacola,
Florida 32503

[Signature]
Harriett Womack
956 NW 10 St., Hallandale,
Florida 33009

A-2291

EXHIBIT "A"

(Legal Description)

Lots 15 and 16 in Block 34 of SPRINGFIELD SUBDIVISION,
according to the Plat thereof, recorded in O/R Book 4982-93
of the Current Public Records of Duval County, and more
commonly known as 29 West 6th Street, Jacksonville, Florida
32208, inclusive of the land and building thereof.

16-8291

4/21

699298

VALIDATION ONLY

Requester Name

Daguerre Torres, et al

Address

118 1/2 E. Jefferson St.

City State ZIP Phone #
Tallahassee, Fla. 32302

CORPORATION(S) NAME

The Florida Council of Deliberation
Charitable Trust

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TALLAHASSEE, FLORIDA

- ☐ PROFIT ☐ NON-PROFIT ☐ AMENDMENT ☐ MERGER
☐ FOREIGN ☐ DISSOLUTION ☐ MARK

- ☐ LIMITED PARTNERSHIP ☐ ANNUAL REPORT ☐ RESERVATION
☐ REINSTATEMENT ☒ OTHER

- ☒ CERTIFIED COPY ☐ PHOTO COPIES ☐ CERTIFICATE UNDER SEAL

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Name	Availability
Document	4/21/83
Examiner	WJD
Updated	4/22
Updated	APR 22 1983
Verified	MHU
Acknowledgment	BA
W.P. Verified	

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222-7200

AMENDED AND RESTATED DECLARATION OF TRUST FOR
THE FLORIDA COUNCIL OF DELIBERATION CHARITABLE TRUST

THIS AMENDED AND RESTATED DECLARATION OF TRUST FOR THE FLORIDA COUNCIL OF DELIBERATION is made as of the 19th day of April, 1983, by Wilbur Fernander, Alfred G. Delattre, Samuel W. Williams, Sr., William E. Womack, Andrew S. Hall, Phillip A. Robinson, Harriett Womack, Rosa L. Johnson, Sollie Mitchell, Ruby Herndon, Frank Gray, Jr., Phillip Major and George Washington, Settlers and as Trustees of and for The Florida Council of Deliberation Charitable Trust, 701 S.W. Second Place, Dania, Florida 33004.

WITNESSETH

WHEREAS, on July 24, 1982, the original Declaration of Trust for the Florida Council of Deliberation Charitable Trust was executed by the Trustees named therein, and the said Declaration was filed with the Secretary of State, State of Florida, on August 4, 1982; and

WHEREAS, the parties now desire to amend and restate the terms of said Trust in order to make certain corrections therein and to revise substantively certain provisions contained therein.

NOW THEREFORE, for and in consideration of the mutual covenants herein contained, the said Trustees and Settlers of the said Trust do hereby agree as follows:

SECTION ONE

NAME

This trust shall be called "The Florida Council of Deliberation Charitable Trust."

SECTION TWO

RECEIPT AND ACCEPTANCE OF PROPERTY BY TRUSTEES

This Trust shall come into existence upon the conveyance to the Trustees hereof of that certain real property located in Duval County, Florida, being more particularly described in Exhibit "A" attached hereto and made a part hereof (the "Initial Trust Property").

The trustees may receive and accept property, whether real personal, or mixed, by way of gift, bequest, or devise, from any person, firm, trust, or corporation, to be held, administered, and disposed of in accordance with and pursuant to the provisions of this declaration of trust; but no gift, bequest or devise of any such property shall be received and accepted if it is conditioned or limited in such manner as to require the disposition of the income, or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in this declaration of trust, or as shall in the opinion of the trustees, jeopardize the federal income tax exemption of this trust pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

SECTION THREE

PAYMENT OR DISTRIBUTIONS FROM INCOME OR PRINCIPAL

The principal and income of all property received and accepted by the trustees to be administered under this declaration of trust shall be held in trust by them and the trustees may make payment or distributions from income or principal, or both, to or for the use of such charitable organizations within the meaning of that term as defined in SECTION FIVE, in such amounts and for such charitable

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CLERK OF THE
STATE OF
FLORIDA

purposes of the trust as the trustees shall from time to time select and determine; and the trustees may make payments or distributions from income or principal, or both, directly for such charitable purposes within the meaning of that term as defined in SECTION SIX, in such amounts as the trustees shall from time to time select and determine without making use of any other charitable organization.

The trustees may also make payments or distribution of all or any part of the income or principal to states, territories, or possession of the United States, any political subdivision of any of the foregoing, or to the United States or the District of Columbia but only for charitable purposes within the meaning of that term as defined in SECTION SIX. Income or principal derived from contributions by corporations shall be distributed by the trustees for use solely within the United States of America or its possessions. No part of the net earnings of this trust shall inure or be payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of this trust shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. No part of the activities of this trust shall be the participation in, or intervention (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

SECTION FOUR

TERMINATION OF TRUST

The trust shall continue forever unless the trustees terminate it and distribute all of the principal and income, which action may be taken by the trustees in their discretion at any time; provided, however, that this Trust may not be terminated without the prior written consent of First Federal Savings and Loan Association of Jacksonville, Florida, as Mortgagee under a mortgage encumbering the Initial Trust Property, so long as such mortgage remains a valid lien against the Initial Trust property. On such termination, the trust fund, as then constituted, shall be distributed first to satisfy any remaining mortgage indebtedness, and then to or for the use of such charitable organizations, in such amounts and for such charitable purposes as the trustees shall then select and determine.

SECTION FIVE

MEANING OF CHARITABLE ORGANIZATIONS

In this Amended and Restated Declaration of Trust and in any amendments to it, the beneficiaries of this Trust shall be "charitable organizations" which, for the purposes of this Trust shall mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting, to influence legislation, and which do not participate in or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. It is intended that the organization described in this section shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

SECTION SIX

MEANING OF "CHARITABLE PURPOSES"

In this Amended and Restated Declaration of Trust and in any amendment to it, the term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific, literary or educational purposes within the meaning of those terms as used in Section 501(c)(3) of the Internal Revenue Code of 1954 but only such purposes as also constitute public charitable purposes under the laws on trusts of the State of Florida.

SECTION SEVEN

AMENDMENT OF TRUST

This Amended and Restated Declaration of Trust may be amended at any time or times by written instrument or instruments signed and sealed by the trustees, and acknowledged by the trustees, provided that no amendment shall authorize the trustees to conduct the affairs of this Trust in any manner or for any purpose contrary to the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 as now in force or afterwards amended, and further provided that any amendment shall require the prior written approval of First Federal Savings and Loan of Jacksonville, Florida, as Mortgagee. An amendment of the provisions of this section (or any amendment to it) shall be valid only if and to the extent that such amendment further restricts the trustees' amending power. All instruments amending this Amended and Restated Declaration of Trust shall be noted upon or kept attached to the executed original of this Amended and Restated Declaration of Trust held by the trustees.

SECTION EIGHT

RESIGNATION AND APPOINTMENT OF TRUSTEES

Any trustee under this Amended and Restated Declaration of Trust may, by written instrument, signed and acknowledged, resign his office. The number of trustees shall be at all times not less than three, and whenever for any reason the number is reduced to two or less, there shall be, and at any other time there may be, appointed one or more additional trustees. Appointment shall be made by the Deputy of the Orient, Florida Council of Deliberation, Ancient & Accepted Scottish Rite of Freemasonry, Southern Jurisdiction for the time in office by written instrument signed and acknowledged. Any succeeding or additional trustee shall, upon his acceptance of the office by written instrument signed and acknowledged, have the same powers, rights and duties, and the same title to the trust estate jointly with the surviving or remaining trustee or trustees as if originally appointed.

SECTION NINE

LIABILITIES OF TRUSTEES

None of the trustees shall be required to furnish any bond or surety, none of them shall be responsible or liable for the acts or omissions of any other of the trustees or of any predecessor or of a custodian, agent, depository or counsel selected with reasonable care.

SECTION TEN

DELEGATION OF AUTHORITY

The three or more trustees, whether original or successor, for the time being in office, shall have full authority to act even though one or more vacancies may exist. A trustee may, by appropriate written instrument, delegate all or any part of his powers to another or others of the trustees for such periods and subject to such conditions as such delegating trustee may determine.

SECTION ELEVEN

COMPENSATION OF TRUSTEES

The trustees serving under this Amended and Restated Declaration of Trust are authorized to pay to themselves amounts for reasonable expenses incurred and reasonable compensation for services rendered in the administration of this Trust, but in no event shall any trustee who has made a contribution to this Trust ever receive any compensation thereafter.

SECTION TWELVE

POWERS OF TRUSTEES

In extension and not in limitation of the common law and statutory powers of trustees and other powers granted in this Amended and Restated Declaration of Trust, the trustees shall have the following discretionary powers:

(a) To invest and reinvest the principal and income of the Trust in such property, real, personal, or mixed, and in such manner as they shall deem proper, and from time to time to change investments as they shall deem advisable; to invest in or retain any stocks, shares, bonds, notes, obligations, or personal or real property (including without limitation any interest in or obligation with any corporation, association, business trust, investment trust, common trust fund, or investment company) although some or all of the property so acquired or retained is of a kind or size which but for this express authority would not be considered proper and although all of the Trust funds are invested in securities of one company. No principal or income, however, shall be loaned, directly or indirectly, to any trustee or to anyone else, corporate or otherwise, who has at any time made a contribution to this Trust, nor to anyone except on the basis of an adequate interest charge and with adequate security.

(b) To sell, lease, or exchange any personal, mixed or real property at public auction or by private contract, for such consideration and on such terms as to credit or otherwise, and to make such contracts and enter such undertakings relating to the Trust property, they consider advisable, whether or not such leases or contracts may extend beyond the duration of the Trust.

(c) To borrow money for such periods, at such rates of interest, and upon such terms as the trustees consider advisable, and as security for such loans, to mortgage or pledge any real or personal property with or without power of sale; to acquire or hold any real or personal property, subject to any mortgage or pledge on or of property acquired or held by this Trust.

(d) To execute and deliver deeds, assignments, transfers, mortgages, pledges, leases, covenants, contracts, promissory notes, releases, and other instruments, sealed or unsealed, incident to any transaction in which they engage.

(e) To vote, to give proxies, to participate in the reorganization, merger or consolidation of any concern, or in the sale, lease, disposition, or distribution of its assets; to join with other security holders in acting through a committee, depositary, voting trustees, or otherwise, and in this connection to delegate authority to such committee, depositary, or trustees and to deposit securities with them or transfer securities to them; to pay assessments levied on securities or to exercise subscription rights in respect of securities.

(f) To employ a bank or trust company as custodian of any funds or securities and to delegate to it such powers as they deem appropriate; to hold Trust property without indication of fiduciary capacity but only in the name of a registered nominee, provided the Trust property is at all times identified as such on the books of the Trust; to keep any or all of the Trust property or funds in any place or places in the United States of America; to employ clerks, accountants, investment counsel, investment agents, and any special services, and to pay the reasonable compensation and expenses of all such services in addition to the compensation of the trustees.

SECTION THIRTEEN

TRUSTEES FIDUCIARY CAPACITY

The trustees' powers are exercisable solely in the fiduciary capacity consistent with and in furtherance of the charitable purposes of this Trust and not otherwise.

SECTION FOURTEEN

MEANING OF "TRUSTEES"

In this Amended and Restated Declaration of Trust and in any amendment to it, references to "trustees" mean the one or more trustees named herein and their successors, for the time being in office.

SECTION FIFTEEN

MISCELLANEOUS

Any person may rely on a copy, certified by a notary public, of the executed original of this Amended and Restated Declaration of Trust held by the trustees, and of any of the notations on it and writings attached to it, as fully as he might rely on the original documents themselves. Any such person may rely fully on any statements of fact certified by any who appears from such original documents or from such certified copy to be a trustee under this Amended and Restated Declaration of Trust. No one dealing with the trustees need inquire concerning the validity of anything the trustees purport to do. No one dealing with the trustees need see to the application of anything paid or transferred to or upon the order of the trustees of the Trust.

SECTION SIXTEEN

GOVERNING LAW

This Amended and Restated Declaration of Trust is to be governed in all respects by the laws of the State of Florida.

The Florida Council of Deliberation
Ancient & Accepted Scottish Rite of
Freemasonry, Southern Jurisdiction,
P.H.A.

By: Willie Fernandez
Deputy

By: Sollie Mitchell
Secretary

We the undersigned hereby accept and assume the Trust created by the foregoing trust instrument according to all the terms and conditions thereof.

4-19-83 Date
Willie Fernandez
Willie Fernandez
701 S.W. 2nd Pl., Dania,
Florida 33004

4-19-83 Date
Rosa L. Johnson
Rosa L. Johnson
1121 W. 16 St., Jacksonville,
Florida, 32209

Alfred G. Delattrebeaudiere
Alfred G. Delattrebeaudiere
807 1/2 Sandford Ave., Sanford,
Florida 32771

Sollie Mitchell
Sollie Mitchell
4009 Gillie Lee Dr., Jacksonville
Florida 32209

Samuel Williams
Samuel Williams
1840 NW 27 Ave., Ft. Lauderdale,
Florida 33311

Ruby F. Herndon
Ruby F. Herndon
2527 Lantana Ave., Jacksonville,
Florida 32209

William E. Womack
William E. Womack
956 NW 10 St., Hallandale,
Florida 33009

Frank Gray, Jr.
Frank Gray, Jr.
1324 Kara Drive., Tallahassee,
Florida

Andrew S. Hall
Andrew S. Hall
50 NE 84 St., Miami,
Florida 33138

Phillip Major, Sr.
Phillip Major, Sr.
1150 W. 23 St., Riviera Beach,
Florida 33404

Carl Thompson
Carl Thompson
9031 Aradale Circle, Tampa,
Florida 33615

George Washington
George Washington
3506 W. 9 Ave., Pensacola,
Florida 32503

Harriett Womack
Harriett Womack
956 NW 10 St., Hallandale,
Florida 33009

Phillip A. Robinson
Phillip A. Robinson
4221 W. Nassau Street
Tampa, Florida 33607

EXHIBIT "A"

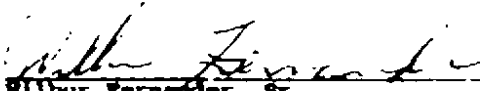
(Legal Description)

Lots 15 and 16, Block 34, SPRINGFIELD SUBDIVISION, according to the Plat thereof, recorded in Plat Book 2, Pages 4 and 5 of the Current Public Records of Duval County, together with the south 1/2 of that certain 12 foot alley (closed by City Ordinance BB-184) lying northerly and adjacent thereto, and more commonly known as 29 West 6th Street, Jacksonville, Florida 32208, inclusive of the land and building thereof.

AFFIDAVIT OF WILBUR FERNANDER, SR.
OF THE ACCURACY OF THE COPIES OF THE AMENDED AND
RESTATED DECLARATION OF TRUST OF THE FLORIDA COUNCIL
OF DELIBERATION CHARITABLE TRUST

The undersigned, Wilbur Fernander, Sr., Chairman-Board of Trustees, Florida Council of Deliberation Charitable Trust, having an office at 701 S.W. 2nd Place, Dania Florida 33004, the applicant for registration as a charitable trust under the laws of the State of Florida, and that in such capacity he is authorized to sign for such applicant.

The undersigned further declares and certifies that the copies of the Amended and Restated Declaration of Trust of the Florida Council of Deliberation Charitable Trust to which this Affidavit of Certification is attached, are complete and accurate copies of the original of said document.


Wilbur Fernander, Sr.
Chairman-Board of Trustees

I HEREBY CERTIFY, that on this day before me, an officer duly authorized to administer oaths and take acknowledgements, Wilbur Fernander, Sr., Chairman-Board of Trustees, Florida Council of Deliberation Charitable Trust, to me well known and to me to be the individual described in and who executed the foregoing instrument, and acknowledged before me, that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Fort Lauderdale, Broward County, Florida, this 19th day of April, 1983.


Notary Public

My commission expires the

29th day of Sept., 1985

NOTARY PUBLIC STATE OF FLORIDA
BORNED THRU GENERAL SEALING
BY COMMISSION EXPIRES SEPT. 29, 1985