

731940

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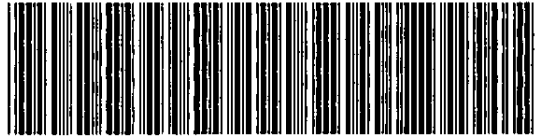
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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And + NC

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ALL SAINT'S CHURCH, INC.

DOCUMENT NUMBER: 731940

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

YVONNE W. YANTSIOS

(Name of Contact Person)

SAINT PATRICK'S CHURCH, INC.

(Firm/ Company)

4797 CURTIS BLVD.

(Address)

COCOA, FL 32927

(City/ State and Zip Code)

YANTSIOS@BELLSOUTH.NET

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

For further information concerning this matter, please call:

WILLIAM C. PIASTUCH

(Name of Contact Person)

at (321) 480-6378

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

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

Street Address

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

May 30, 2010

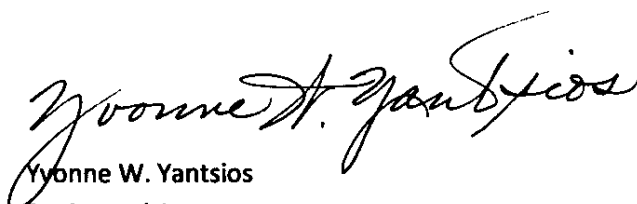
Carol Mustain
Regulatory Specialist II
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: Letter Number 310A00012112
Ref. Number: 731940

In reference to the subject letter concerning our submission of a document requesting a name change for our corporation, ALL SAINTS CHURCH, INC., and the subsequent change to the Articles of Incorporation, please find enclosed an amended request with the name change to SAINT PATRICK'S ANGLICAN CATHOLIC CHURCH, INC. with the necessary revision to all enclosed documents.

Thank you for your assistance with this matter.

Sincerely,


Yvonne W. Yantsios
Registered Agent
All Saints Church, Inc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 13, 2010

YVONNE W. YANTSIOS
4797 CURTIS BLVD.
COCOA, FL 32927

SUBJECT: ALL SAINTS CHURCH, INC.
Ref. Number: 731940

We have received your document for ALL SAINTS CHURCH, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is N45365.

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) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 310A00012112

Articles of Amendment
to
Articles of Incorporation
of

ALL SAINTS CHURCH, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

731940

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

SAINT PATRICK'S ANGLICAN CATHOLIC CHURCH, INC.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

N/A

C. Enter new mailing address, if applicable:

*(Mailing address **MAY BE A POST OFFICE BOX**)*

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

New Registered Office Address:

(Florida street address)

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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10 JUN -7 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
	See Attached Sheet		<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Please see attached documents entitled:

- 1. Changes to Articles of Incorporation - All Saints Church, Inc.**
- 2. Revised Articles of Incorporation - Saint Patrick's Anglican Catholic Church, Inc.**

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
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D	Bach, Mary	5165 Mayflower Street Cocoa, FL 32927	X Remove
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D	Paul, Henry, W.	7396 Glenwood Road Port St. John, FL 32927	X Remove
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VP	Cavalluzzi, Giacomo A.	395 Bacardi Drive Merritt Island, FL 32953	X Add
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VP	Cossentino, Frank P.	3805 Fay Blvd. Port St. John, FL 32927	X Add
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P	Rev. John Vaughan	1265 Ackerman Avenue Port St. John, FL 32927	X Add
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The date of each amendment(s) adoption: May 05, 2010

Effective date if applicable: May 30, 2010 (revised)
(date of adoption is required)

(no more than 90 days after amendment file date)

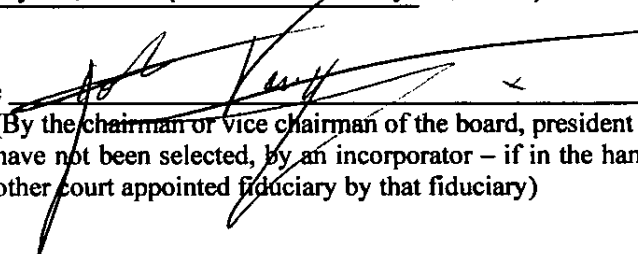
Adoption of Amendment(s)

(CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated May 30, 2010 (revised from May 05, 2010)

Signature


(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Rev. John Vaughan

(Typed or printed name of person signing)

President, Saint Patrick's Anglican Catholic Church

(Title of person signing)

Changes to Articles of Incorporation – All Saint's Church, Inc.

Change title to "ARTICLES OF INCORPORATION – SAINT PATRICK'S ANGLICAN CATHOLIC CHURCH, INC.";

Art. I. Sec. 1. Change name to "Saint Patrick's Anglican Catholic Church, Inc.";

Art I Sec. 4. Change seal to read "Saint Patrick's Anglican Catholic Church, Inc.";

Art. II. Change name of affiliation to "Diocese of the Eastern United States.";

Art. III. Sec 3. Change quorum to "sixty five percent (65%)";

Art. IV. Sec. 1. ...of the church. Add "The vestry shall act as Lessee of the church property and all building contained therein from the Board of Directors (Lessor), whom shall maintain legal ownership of all real church property.;

Art. IV. Sec. 2. Add "The vestry will have the following members as officers:

RECTOR:

- a) The Rector shall be the President of the Church Corporation: shall appoint the membership of all committees, and shall be an ex officio member of all committees and other church bodies. The Rector's spiritual authorities shall be those provided for in the Constitution and Canons of the Diocese of the Eastern United States, or it's lawfully successive body.
- b) The Rector shall be called by a two-thirds (2/3) vote of the Vestry, confirmed by a majority of the membership present and voting at a Regular or Special Parish Meeting and Confirmed by the Bishop of this Diocese.
- c) The Rector shall serve until he dies, resigns, retires or is removed from office as provided for by the Constitution and Cannons for the Diocese of the Eastern United States or its lawfully successive body.
- d) The salary, professional fees, benefits and other remunerations of the Rector shall not be decreased during his tenure, without his consent.
- e) Should the office of Rector be vacant for any reason, the Bishop of this Diocese, or his delegate, shall act as Rector of this of this Church, until such time as a new Rector maybe properly called and installed.

RECTOR'S WARDEN: The Rector's Warden shall be the First Vice President of the Church, and his duties and powers shall be those assigned to him by the Rector, and /or described in the By-Laws. The Rector's Warden shall be appointed from among the lay members of the vestry by the Rector and shall serve at his pleasure.

PEOPLE'S WARDEN: The People's Warden shall be the Second Vice President of the Church and his duties shall be described in the By-Laws. The People's Warden shall be appointed by the vestry in a manner provided for in the By-Laws and shall serve at the vestry's pleasure.

CLERK: The Clerk shall be the Secretary of the vestry and shall be the chief clerical officer and records keeper of the vestry business. The Clerk shall be appointed by the Rector from among the lay members of the vestry and shall serve at his pleasure.";

Art IV. Sec. 7. Delete current section and replace with "Section 7) **FUNCTION:** The vestry serve on the Board of Directors in the capacity of First and Second Vice Presidents

Changes to Articles of Incorporation – All Saint's Church, Inc.

of this corporation and may serve in the offices of Parish Administrator, Church Treasurer and Church Secretary, which may be filled by either vestrymen or non-vestry lay members. Except as otherwise provided in these Articles, the powers of the vestry maybe exercised at any meeting at which a quorum to conduct business is present, by a majority vote of the vestrymen present with the Rector's consent or by a two-thirds (2/3) vote of the vestrymen present without the Rector's consent.”;

Art. IV. Sec 8. Add a space between may be.;

Art. V. Delete existing Article V with the following:

“Article V: The Board of Directors

Section 1) **REQUIREMENTS:** All officers may be members of the vestry or non-vestry church members in good standing with the exception of the offices of First and Second Vice President, which may be filled only by the Rector's and People's Wardens of the Vestry, respectively.

Section 2) **POWERS:** The Board of Directors should absolute control over the real property of the Church. The Board of Directors is the owner of all Church property. The Board of Directors shall act as Lessor of the Church property to the vestry (Lessee) for the purpose of day-to-day management of Church affairs.

Section 3) **OFFICERS:**

PRESIDENT: The Rector shall be the President of the Church Corporation. He shall have the authority to call meetings of the Board of Directors and appoint the First Vice President and Director.

DIRECTOR: The Director of the Board shall be appointed by the President and shall maintain all legal records, filings, and certifications required of the Board by the State of Florida.

FIRST VICE PRESIDENT: The Rector's Warden shall be the First Vice President of the Church, and his duties and powers shall be those assigned to him by the President, and /or described in the By-Laws.

SECOND VICE PRESIDENT: The People's Warden shall be the Second Vice President of the Church and his duties shall be described in the By-Laws.

Article VI: Church Staff

Section 1) **REQUIREMENTS:** The Church staff shall serve the Rector of the Church and support the vestry and Board of Directors in all Church affairs. These positions may be paid or voluntary at the discretion of the vestry. Church staff shall be appointed from among the lay members or the vestry by the Rector and shall serve at his pleasure.

Section 2) **STAFF POSITIONS:**

Changes to Articles of Incorporation – All Saint's Church, Inc.

CHURCH TREASURER: The Treasurer shall keep the financial records of the Church and shall make a financial report of receipts and disbursements, bills due and the status for each bank account, at every regular vestry meeting, unless said report is waived by majority vote with the Rector's consent.

CHURCH SECRETARY: The Church Secretary shall keep all records of the church including all legal documentation, membership records, attendance records, meeting minutes, and all pertinent church correspondence.

PARISH ADMINISTRATOR: The Parish Administrator shall be responsible for oversight of all day-to-day activities of the Church administration acting as a single point of contact for church functions, activities, and planning. The Parish Administrator will maintain the church schedule, produce activity reports, disseminate church news to the parish, and assist the Rector and vestry with planning for all church-related activities.”;

Art. VI. Change to “Art VII.”;

Art VI. Sec. 2. Change name of affiliation to “Diocese of the Eastern United States”;

Art. VI. Sec. 5. Add a space between may be;

Art. VII. Change to “Art. VIII.”;

Art. VIII. Change to “Art. IX.”;

Art. IX. Add a space between may be.

Revised Articles of Incorporation – Saint Patrick’s Anglican Catholic Church, Inc.

ARTICLES OF INCORPORATION

SAINT PATRICK’S ANGLICAN CATHOLIC CHURCH, INC.

Article I: General Provisions

Section 1) NAME: The name of the corporation shall be “Saint Patrick’s Anglican Catholic Church, Inc.”; hereinafter referred to as the Church.

Section 2) OBJECTS: The objects of this Church are to further the work of our Lord, God and Savior Jesus Christ, through His One, Holy, Catholic and Apostolic Faith as the Anglican Church has received it.

Section 3) POWERS: The powers of the Church shall be all such powers as may be legally exercised by a Florida not-for-profit corporation.

Section 4) SEAL: The seal of this corporation shall be circular in form and shall contain the words “Saint Patrick’s Anglican Catholic Church, Inc. – Florida – Corporation Not For Profit”.

Section 5) FISCAL YEAR: The fiscal year of the Church shall commence on 1 January of each calendar year and terminate on 31 December of that same year.

Section 6) PRINCIPLE OFFICES: The principle offices of the Church shall be located at 4797 Curtis Boulevard, Port Saint John, Cocoa, Brevard County, Florida 32927, or such other places as may be designated by the By-Laws.

Section 7) PERPETUAL EXISTENCE: The existence of this Church Corporation shall be in perpetuity.

Article II: Membership

Membership in this Church shall be determined by the Constitution and Canons of the Diocese of the Eastern United States or its lawfully successive body.

Article III: Parish Meetings

Section 1) ANNUAL MEETING: The Annual Parish Meeting will be held at the principle offices of the Church each year on the third Sunday in November. Notices of the meeting shall be printed in the Sunday Church bulletin and announced at the Sunday services for four weeks prior to the meeting. The meeting time shall be determined by the By-Laws.

Section 2) SPECIAL MEETINGS: Special meetings may be called by the Rector or a majority of the Vestry and the Clerk shall see that a notice is printed in the Sunday bulletin on all Sundays prior to the Special Meeting.

Section 3) QUORUM: Quorum for meetings described with this Article shall be sixty five percent (65%) of the members in good standing, at least one half (1/2) of the parish clergy and the Rector or his delegate, who shall preside at all Parish meetings.

Revised Articles of Incorporation – Saint Patrick’s Anglican Catholic Church, Inc.

Article IV: Vestry

Section 1) POWERS: The vestry shall have absolute control of the financial, legal and administrative-temporal affairs of the Church. The vestry shall act as Lessee of the church property and all buildings contained therein from the Board of Directors (Lessor), whom shall maintain legal ownership of all real church property.

Section 2) COMPOSITION: The vestry shall be composed of not less than nine (9) but no more than twelve (12) elected lay members. The vestry will have the following members as officers:

RECTOR:

- a) The Rector shall be the President of the Church Corporation: shall appoint the membership of all committees, and shall be an ex officio member of all committees and other church bodies. The Rector’s spiritual authorities shall be those provided for in the Constitution and Canons of the Diocese of the Eastern United States, or it’s lawfully successive body.
- b) The Rector shall be called by a two-thirds (2/3) vote of the Vestry, confirmed by a majority of the membership present and voting at a Regular or Special Parish Meeting and Confirmed by the Bishop of this Diocese.
- c) The Rector shall serve until he dies, resigns, retires or is removed from office as provided for by the Constitution and Canons for the Diocese of the Eastern United States or its lawfully successive body.
- d) The salary, professional fees, benefits and other remunerations of the Rector shall not be decreased during his tenure, without his consent.
- e) Should the office of Rector be vacant for any reason, the Bishop of this Diocese, or his delegate, shall act as Rector of this of this Church, until such time as a new Rector maybe properly called and installed.

RECTOR’S WARDEN: The Rector’s Warden shall be the First Vice President of the Church, and his duties and powers shall be those assigned to him by the Rector, and /or described in the By-Laws. The Rector’s Warden shall be appointed from among the lay members of the vestry by the Rector and shall serve at his pleasure.

PEOPLE’S WARDEN: The People’s Warden shall be the Second Vice President of the Church and his duties shall be described in the By-Laws. The People’s Warden shall be appointed by the vestry in a manner provided for in the By-Laws and shall serve at the vestry’s pleasure.

CLERK: The Clerk shall be the Secretary of the vestry and shall be the chief clerical officer and records keeper of the vestry business. The Clerk shall be appointed by the Rector from among the lay members of the vestry and shall serve at his pleasure.

Section 3) MEETINGS: Vestry meetings shall be held at least once each month and at the call of the Rector.

Section 4) QUORUM: At vestry meetings, a quorum to conduct business shall consist of a majority of the lay vestrymen and the Rector or his delegate who shall preside at all vestry meetings.

Revised Articles of Incorporation – Saint Patrick's Anglican Catholic Church, Inc.

Section 5) ELECTION: Vestrymen shall be elected for three (3) year terms at the Annual Meeting. One-third (1/3) of the lay vestrymen will be elected each year. The method of election shall be as determined by the By-Laws of the Church.

Section 6) VACANCIES: Vacancies on the vestry shall be filled by the Rector appointing a replacement for the unexpired portion of the term.

Section 7) FUNCTION: The vestry serve on the Board of Directors in the capacity of First and Second Vice Presidents of this corporation and may serve in the offices of Parish Administrator, Church Treasurer and Church Secretary, which may be filled by either vestrymen or non-vestry lay members. Except as otherwise provided in these Articles, the powers of the vestry may be exercised at any meeting at which a quorum to conduct business is present, by a majority vote of the vestrymen present with the Rector's consent or by a two-thirds (2/3) vote of the vestrymen present without the Rector's consent.

Section 8) REMOVAL OF VESTRYMEN: Vestrymen may be removed by majority vote of the vestry, excluding he who is charged, with the approval of the Rector; or, by a two-thirds (2/3) vote of the vestry, excluding he who is charged. Removal from the vestry shall be automatic for two (2) unexcused absences from regular vestry meetings within twelve months, with a majority of the vestry empowered to declare an absence unexcused.

Article V: The Board of Directors

Section 1) REQUIREMENTS: All officers may be members of the vestry or non-vestry church members in good standing with the exception of the offices of First and Second Vice President, which may be filled only by the Rector's and People's Wardens of the Vestry, respectively.

Section 2) POWERS: The Board of Directors should absolute control over the real property of the Church. The Board of Directors is the owner of all Church property. The Board of Directors shall act as Lessor of the Church property to the vestry (Lessee) for the purpose of day-to-day management of Church affairs.

Section 3) OFFICERS:

PRESIDENT: The Rector shall be the President of the Church Corporation. He shall have the authority to call meetings of the Board of Directors and appoint the First Vice President and Director.

DIRECTOR: The Director of the Board shall be appointed by the President and shall maintain all legal records, filings, and certifications required of the Board by the State of Florida.

FIRST VICE PRESIDENT: The Rector's Warden shall be the First Vice President of the Church, and his duties and powers shall be those assigned to him by the President, and /or described in the By-Laws.

SECOND VICE PRESIDENT: The People's Warden shall be the Second Vice President of the Church and his duties shall be described in the By-Laws.

Revised Articles of Incorporation – Saint Patrick’s Anglican Catholic Church, Inc.

Article VI: Church Staff

Section 1) REQUIREMENTS: The Church staff shall serve the Rector of the Church and support the vestry and Board of Directors in all Church affairs. These positions may be paid or voluntary at the discretion of the vestry. Church staff shall be appointed from among the lay members or the vestry by the Rector and shall serve at his pleasure.

Section 2) STAFF POSITIONS:

CHURCH TREASURER: The Treasurer shall keep the financial records of the Church and shall make a financial report of receipts and disbursements, bills due and the status for each bank account, at every regular vestry meeting, unless said report is waived by majority vote with the Rector’s consent.

CHURCH SECRETARY: The Church Secretary shall keep all records of the church including all legal documentation, membership records, attendance records, meeting minutes, and all pertinent church correspondence.

PARISH ADMINISTRATOR: The Parish Administrator shall be responsible for oversight of all day-to-day activities of the Church administration acting as a single point of contact for church functions, activities, and planning. The Parish Administrator will maintain the church schedule, produce activity reports, disseminate church news to the parish, and assist the Rector and vestry with planning for all church-related activities.

Article VII: Miscellaneous Provisions

Section 1) SYNOD DELEGATES: The Parish delegates to General and Diocesan Synods will be elected at the Annual Parish Meeting. Clergy and the Church Secretary are ex-officio delegates.

Section 2) SUBMISSION TO AUTHORITY: This Church recognizes the authority of, and yields allegiance to the Diocese of the Eastern United States and its lawfully successive bodies.

Section 3) CATHOLICITY: No action of any board, body or officer of this Church shall ever, at any time, contravene the One, Holy Catholic and Apostolic Faith, as the Anglican Tradition has received it.

Section 4) THE REGISTERED AGENT for this corporation shall be determined by the By-Laws.

Section 5) PARLIAMENTARY PROCEDURE: All parish and vestry meetings shall be governed by Robert’s Rules of Order, Revised; provided, however, that the Rules of Order may be altered by two-thirds (2/3) of those present and entitled to vote at any meeting.

Section 6) The Rector shall be installed by the Bishop of this Diocese or his delegate at a celebration of the Holy Eucharist at the principle offices of this Church.

Section 7) The lay officers and vestrymen shall be installed by the Rector, or his delegate at the Main Celebration of the Holy Eucharist on the First Sunday in Advent, or in the case of special elections, or appointments to vacancies, at the first Sunday Main Celebration of the Eucharist held thereafter.

Revised Articles of Incorporation – Saint Patrick’s Anglican Catholic Church, Inc.

Article VIII: By-Laws

By-Laws may be approved, altered or rescinded by majority vote of the members present and voting at any vestry meeting where there is a quorum to conduct business, provided however, that no action under this section shall be effectual without the Rector’s consent.

Article IX: Amendments to these Articles

These Articles may be amended by two-thirds (2/3) vote of the entire vestry at any regular meeting of the vestry, with the Rector’s consent; or, by two-third (2/3) vote of the members present and voting at the Annual Parish Meeting, provided that the intention to alter these Articles was announced in the call to said meeting provided in Article III.