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St. Paul's Parish

Diocese of the Eastern United States
(Anglican)



The Most Rev'd Walter H. Grundorf, Bishop Ordinary
The Rev'd Canon Rufus B. Kite-Powell
Rector, and Canon to the Ordinary
The Rev'd Canon James R. Daughtry, Assistant

5/19/00

Department of State

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*****78.75 *****78.75

Gentlemen:

Enclosed please find an check in the amount of \$78.75 for the incorporation of the attached articles for St. Paul's Parochial School and one certified copy of said articles to be returned to us.

Thanking you in advance, I am,

Cordially,

R. Rufus Kite-Powell

FILED
00 JUN -8 PM 1:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

S. Thompson JUN 08 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 30, 2000

REV. CANON RUFUS B. KITE-POWELL
ST. PAUL'S PARISH
7200 N. WICKHAM RD.
MELBOURNE, FL 32940

SUBJECT: ST. PAUL'S PAROCHIAL SCHOOL, INC.
Ref. Number: W00000013733

We have received your document for ST. PAUL'S PAROCHIAL SCHOOL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The manner of election of directors needs to be more specific. If you have bylaws filed you may include a statement that the election of directors is as stated in the bylaws.

Please return the original and one copy of 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) 487-6929.

Shannon Thompson
Document Specialist

Letter Number: 100A00030338

ARTICLES OF INCORPORATION
ST. PAUL'S PAROCHIAL SCHOOL, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

SECTION I. The name of this corporation shall be ST. PAUL'S PAROCHIAL SCHOOL, INC., hereinafter referred to as the "School." The principal office of the School is 7200 N. Wickham Road, Melbourne, FL 32940.

ARTICLE II PURPOSE; POWERS

SECTION I. The purpose of the School is to serve as a visible expression of a parochial school under the supervision and guidance of St. Paul's Anglican Church, Inc.

SECTION II. The school shall have all such powers as may be exercised by a non-profit, non-stock religious and charitable corporation pursuant to the statutes of the State of Florida.

ARTICLE III MEMBERSHIP

SECTION I. The corporation shall have no members and shall issue no stock.

ARTICLE IV REGISTERED OFFICE AND REGISTERED AGENT

SECTION I. The street address of the initial Registered Office of the School is 7200 N. Wickham Road, Melbourne, Florida, 32940 and the name of the Registered Agent at such address is The Rev'd Canon Rufus B. Kite-Powell.

ARTICLE V ADMINISTRATION

SECTION I. The affairs of the School shall be managed by a Board of Directors . The Board of Directors shall be composed of the Rector of St. Paul's Anglican Church, Inc., and not less than 3(THREE) and not more than 7(SEVEN) lay members of the Church. Directors shall be appointed by the Rector of St. Paul's Anglican Church, Inc., and ratified by the then current Board of Directors. The Rector shall act in the capacity of Chairman of the Board and shall serve as President. The Headmistress/Headmaster shall also be a member of the Board of Directors. Terms of office of the other Directors shall be as set forth in the Bylaws.

SECTION II. The number of persons constituting the initial Board of Directors shall be not less than 3(THREE) and not more than 7(SEVEN) in addition to the Rector of St. Paul's Anglican Church, Inc. The name and address's of each person who is to serve as a member thereof are as follows:

NAME	ADDRESS
The Rev'd Canon Rufus B. Kite -Powell	7200 N. Wickham Road Melbourne, FL 32940
Wilbur Coote	623 Casa Grande Dr. Melbourne, FL 32940
Sue King	1354 York Circle Melbourne, FL 32904

ARTICLE VI DISSOLUTION

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation, or to such organization or organizations organized and operated exclusively for parochial educational purposes as shall qualify as an exempt organization or organizations under Section 501©(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by order of 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 the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII INCORPORATOR

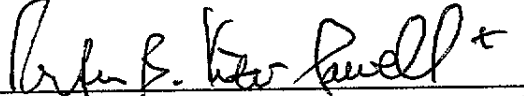
SECTION I. The name and address of the incorporator of the

School is as follows:

NAME	ADDRESS
The Rev'd Canon Rufus B. Kite-Powell	7200 N. Wickham Road Melbourne, FL 32940

ARTICLE VII EXECUTION

SECTION I. The execution of these Articles of Incorporation by
the incorporator named above is hereby acknowledged.


The Rev'd Canon Rufus B. Kite-Powell

STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, the undersigned authority, on this 19th DAY of
MAY, 2000 personally appeared The Rev'd Canon Rufus B. Kite-Powell,
the Rector of St. Paul's Anglican Church, Inc., to me well known to be
the person described in and who signed the foregoing Articles of

the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Kerri A. Moran



Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE, NAME OF PERSON
UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said act:

FIRST --- That **ST. PAUL'S PAROCHIAL SCHOOL, INC.** desiring to
organize under the laws of the State of Florida, with it's principal
registered office indicated in the Articles of Incorporation at 7200
North Wickham Road, Melbourne, Florida 32940, has named THE
REVEREND CANON RUFUS B. KITE-POWELL located at 7200 North
Wickham Road, Melbourne, Florida 32940, as it's agent to accept
service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with said act relative to keeping said office open.

DATE 5/19/00

BY: Super B. Viti-Rewell⁺
REGISTERED AGENT

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00 JUN -8 PM 1:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA