

NOV00003839

JIM HOLLAND
500 BUNKER HILL DRIVE
PENSACOLA, FL 32506

June 1, 2000

Florida Department of State
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Subject: PENSACOLA SCOTTISH RITE ASSOCIATION, INC.

Gentlemen:

Enclosed you will find the following:

- (1) Articles of Incorporation;
- (2) Copy of Articles; and
- (3) Check in the amount of \$122.50 to cover fees.

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-06/06/00--01034--003
****122.50 *****78.75

Please file this Charter effective the date of execution of the Articles of Incorporation, and return a certified copy of the Articles to my office at 500 Bunker Hill Drive, Pensacola, FL 32506.

Sincerely,


James H. Holland

Enclosures

ARTICLES OF INCORPORATION
OF
PENSACOLA SCOTTISH RITE ASSOCIATION, INC.
A Florida Corporation Not-For-Profit

FILED
00 JUN -5 AM 8: 16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of this corporation is PENSACOLA SCOTTISH RITE ASSOCIATION, INC.

ARTICLE II
Duration

This corporation shall exist in perpetuity.

ARTICLE III
Purpose

This corporation is organized exclusively for Charitable, Educational and Literary purposes with the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended. The general purposes for which the Corporation is formed are to receive and administer funds for the preservation, maintenance, operation, advancement and development of the Pensacola Scottish Rite Masonic Center and any activities related thereto.

ARTICLE IV
Membership

The qualifications of members and the manner of their admissions shall be as prescribed in the by laws of Pensacola Scottish Rite Association, Inc. All rights, privileges and benefits of this corporation shall be governed, limited and restricted by the terms of the by laws.

ARTICLE V
Office and Registered Agent

The principal office of the corporation shall be located at Pensacola, Florida

The name and address of the initial registered agent of the corporation is:

James H. Holland
500 Bunker Hill Drive
Pensacola, Florida 32506

And the mailing address is:

James H. Holland
P. O. Box 12372
Pensacola, Florida 32582-2372

ARTICLE VI
Initial Board of Directors/Trustees

The affairs of the corporation shall be managed by at least five (5) voting directors/trustees. The number of trustees may be increased or diminished from time to time but shall never be less than three (3). The manner of election of the trustees shall be as stated in the by laws.

The names and addresses of the initial director/trustees of this corporation are:

James H. Holland	500 Bunker Hill Dr., Pensacola, FL 32506
Jack H. Dasinger	5001 Grande Dr. #1123, Pensacola, FL 32504
Jon A. Davies	381 Springdale Circle, Pensacola, FL 32503
Charles E. Green	4560 Terrasanta, Pensacola, FL 32504
Lyle H. Peterson	P.O. Box 117, Lillian, AL 36549
Larry W. Thomas	3646 Andrew Jackson Dr., Pace, FL 32571
Gene B. Rosenbaum	P. O. Box 12388, Pensacola, FL 32582

ARTICLE VII
Incorporators

The names and addresses of the persons signing these Articles of Incorporation are:

James H. Holland	500 Bunker Hill Dr., Pensacola, FL 32506
Jack H. Dasinger	5001 Grande Dr., #1123, Pensacola, FL 32504
Jon A. Davies	381 Springdale Circle, Pensacola, FL 32503
Charles E. Green	4560 Terrasanta, Pensacola, FL 32504

ARTICLE VIII

Earnings

1. As active association: Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. Upon dissolution: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

By Laws

The power to adopt, alter, amend or repeal by laws shall be vested in the Board of Directors/Trustees.

ARTICLE X

Action by Directors Without a Meeting

The directors/trustees of this corporation may take action by written consent, as provided by law.

ARTICLE XI

Meetings by Conference Telephone

Any and all meetings of the Trustees or Officers may be attended in person or by telephone or other form of electronic conferencing.

ARTICLE XII

Indemnification

The corporation shall indemnify any officer or director/trustee or any former officer or director/trustee, to the full extent permitted by law.

ARTICLE XIII
Amendment

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This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XIV
Date of Incorporation

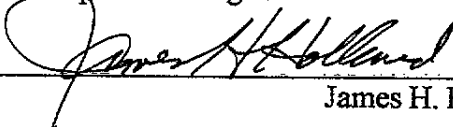
The date of commencement of corporate existence shall be the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE XV
Initial Registered Agent

The name and address of the initial registered agent of this corporation is:

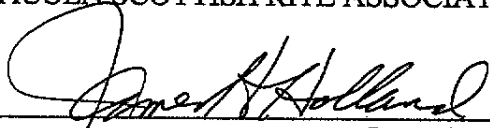
James H. Holland
500 Bunker Hill Drive
Pensacola, FL 32506

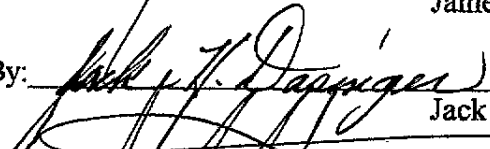
By signature below the registered agent accepts this designation.

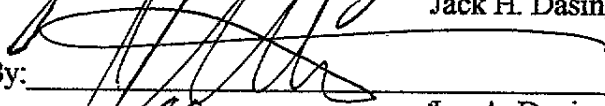
By: 
James H. Holland

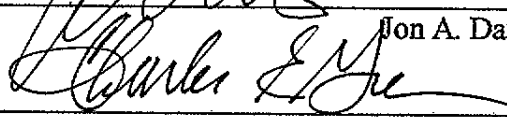
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 1st day of June, 2000.

PENSACOLA SCOTTISH RITE ASSOCIATION, INC.

By: 
James H. Holland

By: 
Jack H. Dasinger

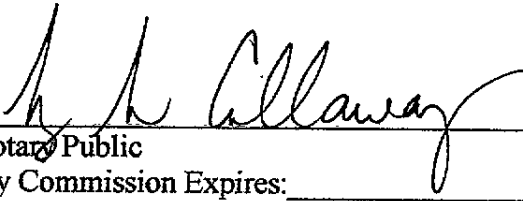
By: 
Jon A. Davies

By: 
Charles E. Green

State of Florida
County of Escambia

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared James H. Holland, Jack H. Dasinger, Jon A. Davies, and Charles E. Green, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 1st day of June, 2000.



Notary Public
My Commission Expires: _____

