

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**N010000004647**

ST. Thomas Management Corp

**FILED**  
01 JUL -2 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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- ☒ Art of Inc. File \_\_\_\_\_
- ☐ LTD Partnership File \_\_\_\_\_
- ☐ Foreign Corp. File \_\_\_\_\_
- ☐ L.C. File \_\_\_\_\_
- ☐ Fictitious Name File \_\_\_\_\_
- ☐ Trade/Service Mark \_\_\_\_\_
- ☐ Merger File \_\_\_\_\_
- ☐ Art. of Amend. File \_\_\_\_\_
- ☐ RA Resignation \_\_\_\_\_
- ☐ Dissolution / Withdrawal \_\_\_\_\_
- ☐ Annual Report / Reinstatement \_\_\_\_\_

X

- ☒ Cert. Copy \_\_\_\_\_
- ☐ Photo Copy \_\_\_\_\_
- ☐ Certificate of Good Standing \_\_\_\_\_
- ☐ Certificate of Status \_\_\_\_\_
- ☐ Certificate of Fictitious Name \_\_\_\_\_
- ☐ Corp Record Search \_\_\_\_\_
- ☐ Officer Search \_\_\_\_\_
- ☐ Fictitious Search \_\_\_\_\_
- ☐ Fictitious Owner Search \_\_\_\_\_
- ☐ Vehicle Search \_\_\_\_\_
- ☐ Driving Record \_\_\_\_\_
- ☐ UCC 1 or 3 File **J. BRYAN JUL - 2 2001**
- ☐ UCC 11 Search \_\_\_\_\_
- ☐ UCC 11 Retrieval \_\_\_\_\_
- ☐ Courier \_\_\_\_\_

**RECEIVED**  
01 JUL -2 PM 12:13  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: **KC**

Date **7/2**

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF  
ST. THOMAS MANAGEMENT CORP.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provision of the Non-stock, Non-profit corporation Act of Florida, the undersigned incorporators hereby form a corporation and the following are its Articles of Incorporation.

**ARTICLE I - NAME**

- A. The name of this corporation is ST. THOMAS MANAGEMENT CORP, which is an adjunct of St. Thomas Moore Council 7121, Knights of Columbus.

**ARTICLE II - PURPOSES, POWERS AND DURATION**

- A. The purposes for which this corporation is formed are: (a) to promote fraternal, charitable, educational, civic, athletic and social pursuits; (b) to render mutual aid and assistance to its sick, disabled and needy members and their families; and (c) to support and cooperate with all of the fraternal, charitable, religious, patriotic and civic enterprises of St. Thomas Moore Council 7121 Knights of Columbus.
- B. The corporation shall have the power to sue and to be sued, to hold, receive, lease and purchase such real estate and personal property as may be requisite and expedient for its purposes, and to sell, lease, encumber and dispose of such property. It may adopt, or amend by-laws, rules and regulations not consistent with applicable laws and these articles. It shall have all other powers granted to non-stock, non-profit corporations by the general laws of this state. Provided, however, and notwithstanding any other provisions of these articles, the corporation shall not carry on any activities or shall it have any powers prohibited to an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future United States Internal Revenue Law). The corporation shall not have or issue shares of stock or pay dividends, no part of its earnings or assets shall inure to the benefit of or be distributable to its members, directors, officers or other private person, except that it shall be authorized to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of its purposes.
- C. The corporation's duration shall be perpetual. In the event of dissolution, after payment of all liabilities, its surplus become the property of St. Thomas Moore Council 7121 the Knights of Columbus or be donated to a Catholic organization recognized by the Internal Revenue Service as a tax-exempt under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future United States revenue law) as the board of directors shall determine.

### ARTICLE III - MEMBERSHIP

- A. The membership of this corporation shall be composed solely of the active membership in good standing of St. Thomas Moore Council 7121 the Knights of Columbus.
- B. Under termination of a person's membership in said local council his membership in this corporation and all rights and privileges incident hereto shall also immediately and automatically terminate.

### ARTICLE IV - DIRECTORS

- A. The affairs of the corporation shall be managed by a board of directors elected from the membership of the corporation in the manner provided by the by-laws. The council grand knight, deputy grand knight and trustees shall be ex-officio members of the board of directors. The board of directors may be increased or decreased as provided by the by-laws, but in no case shall the number of directors be less than five. The directors shall hold office for a term of three years, except as the by-laws may otherwise provide. Council officers serving as directors ex-officio shall be directors during their term council office. The number of directors constituting the initial board of directors, including ex-officio members, is 10, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the corporation, or until their successors are duly elected and qualified, are as follows:

Howard Guenther, President  
245 Seawind Drive  
St. Augustine, Florida 32080

Paul W. Doran, Vice President  
272 San Nicolas Way  
St. Augustine, Florida 32080

Edward J. Mulvey, Secretary  
One Ocean Trace, #460  
St. Augustine, Florida 32080

Ronald Malarney, Treasurer  
478 Compina Street  
St. Augustine, Florida 32086

Arthur Casale  
309 "D" Street  
St. Augustine, Florida 32080

Paul M. Lynskey  
310 Marsh Point Circle  
St. Augustine, Florida 32080

John Kramer  
316 Graciela Circle  
St. Augustine, Florida 32086

Roman Kopychuk  
40 Lee Drive  
St. Augustine, Florida 32080

Sylvester R. McConnell  
78 Andora Street  
St. Augustine, Florida 32086

Wayne Reyes  
7 "C" Street  
St. Augustine, Florida 32080

- B. The directors who are council officers shall control and supervise the actions of the board of directors and may remove any and all directors if the officers find their actions to be detrimental to the purposes of the corporation or the council.

#### ARTICLE V - REGISTERED OFFICE AND AGENT AND MAILING ADDRESS

- A. The initial registered office of the corporation shall be located at 28 Cordova Street, St. Augustine, Florida 32084. The initial registered agent of the corporation at that address shall be Charles E. Pellicer. The mailing address of the corporation shall be 309 "D" Street, St. Augustine Beach, Florida 32080.

#### ARTICLE VI - INCORPORATORS

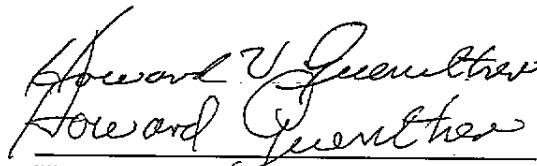
- A. The names and residence addresses of the subscribers of these Articles of Incorporation are:


Howard Guenther  
245 Seawind Drive  
St. Augustine Beach, Florida 32080

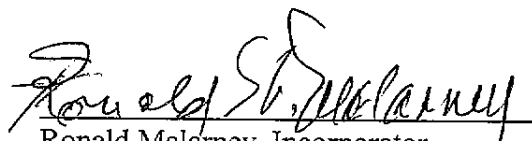
Arthur Casale  
309 "D" Street  
St. Augustine Beach, Florida 32080

Ronald Malarney  
One Ocean Trace  
St. Augustine Beach, Florida 32080

IN WITNESS WHEREOF, we have subscribed our names this 28<sup>th</sup> day of June, 2001.

  
Howard Guenther, Incorporator

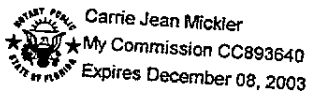
  
Arthur Casale, Incorporator

  
Ronald Malarney, Incorporator

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

On this 28<sup>th</sup> day of June, 2001, before me Ronald, Arthur, Howard, the undersigned officer, personally appeared Howard Guenther, Ronald Malarney and Arthur Casale, known to me to be the persons whose names are subscribed to the within instrument, and acknowledge that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



My Commission Expires:

December 8, 2003

Carrie Jean Mickler  
Title of Officer

Arthur FDL C240-040-24-009-0

Howard FDL 6536-338-12-459-1

Ronald FDL M465-739-17-328

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuant of Chapter 24.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That St. Thomas Management Corporation desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of St. Augustine, County of St. Johns, State of Florida has named CHARLES E. PELLICER, located at 28 Cordova Street, City of St. Augustine, County of St. Johns, State of Florida as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

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 the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
**CHARLES E. PELLICER, ESQUIRE**  
Registered Agent

**FILED**  
01 JUL -2 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA