Not OOOO01334 Attorney at Law

237 East Washington Street Quincy, Florida 32351 (850) 875-4410 Fax: (850) 875-4420

February 8, 2002

State of Florida, Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Proposed Incorporation of
Gallelee Lodge No. 12, Incorporated,
a Florida Not for Profit Corporation

To Whom It May Concern:

Enclosed is an original and one copy of the Articles of Incorporation for the proposed incorporation of Gallelee Lodge No. 12, Incorporated, and a money order in the amount of \$78.75 for the filing fee and Certificate of Status from the Division.

Please kindly review and file the Articles and send the Certificate of Status to me as attorney and Registered Agent for the proposed corporation.

If you have any questions or need additional information, please let me know.

Sincerely,

Catina Stanley For Valerie E. Janard

VEJ:cls

Enclosure (Money Order #374714)

cc: Stanley Card

MOD-1353



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 13, 2002

VALERIE E. JANARD 237 EAST WASHINGTON ST. QUINCY, FL 32351

SUBJECT: GALLELL LODGE NO. 12, INCORPORATED

Ref. Number: W02000004353

We have received your document for GALLELL LODGE NO. 12, INCORPORATED 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 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6878.

Alan Crum Document Specialist New Filing Section

Letter Number: 802A00009043

ARTICLES OF INCORPORATION OF GALLELEE LODGE NO. 12, INCORPORATED, a Florida Not for Profit Corporation.

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The Articles of Incorporation are stated as follows:

I. Name and Principal Place of Business

The name of the corporation is **Gallelee Lodge No. 12, Inc.** The address of this corporation is 18300 Blue Star Highway, Quincy, Florida 32351. Its mailing address is Post Office Box 1369, Quincy, Florida 32353-1369.

II. <u>Duration</u>

The period of the duration of this Corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation with the Florida Secretary of State.

III. Purpose

The purpose of this Corporation shall be to promote dignity and simplicity in funeral arrangements and access by its members to such arrangements at affordable prices. No activities that are not permitted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended, shall be conducted. To those ends, the Corporation shall engage in the following activities:

- (1) Educate and inform its members about issues related to consumer interests in the marketplace for funeral and cemetery services and merchandise.
- (2) Assist its members by entering into agreements with preneed providers to provide supplies and services to Lodge members at discounted prices.

IV. Members

The members of this Corporation shall be the Board of Directors elected by the membership at a meeting held annually for such purpose, and such other persons as are eligible to join in accordance with the Bylaws. The Bylaws shall describe the rights of members.

V. Registered Agent

The street address and city of the Registered Agent of this Corporation is:

237 East Washington Street Quincy, Florida 32351

The name of the Registered Agent at such address is: Valerie E. Janard, Attorney at Law.

VI. <u>Board of Directors and Officers</u>

The number of persons constituting the Board of Directors of this Corporation shall not be less than three or more than ten. The Board shall consist of the officers of the Corporation and other members of the Corporation who may be elected at large at the Annual Meeting. The Bylaws may also provide for the selection of additional officers as are deemed necessary or desirable.

The initial Officers/Board of Directors of this Corporation are:

- (1) President: Stanley Card, Post Office Box 422, Quincy, FL 32353-0422.
- (2) Vice-President: Robert Lee Williams, 370 Shiloh Road, Quincy, FL 32351.
- (3) Secretary: Tammy Barnes, Post Office Box 454, Gretna, FL 32332.
- (4) Treasurer: Dorine Burns, 165 Burns Road, Midway, FL 32343.
- (5) Chaplain: Eliza Jane Smith, 814 Dorger Park Road, Quincy, FL 32351.

VII. <u>Indemnification of Officers and Directors</u>

All officers and directors of this Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees at trial and on appeal, reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding office as provided in the Bylaws. The Corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them in their representative capacity or arising out of their status as such.

VIII. Non-Stock Basis

This Corporation is organized on a non-stock basis.

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IX. <u>Incorporator</u>

The name and address of the incorporator of this Corporation is as follows:

Stanley Card 932 Hardaway Road, Quincy, Florida 32351 Post Office Box 422 (mailing) Quincy, Florida 32353-0422

X. Dissolution

In the event of dissolution, the residual assets of the Corporation, if any, will be turned over to the members or to one or more organizations which are exempt as organizations described in Section 501(c) of the Internal Revenue Code, as amended, or corresponding sections of any prior or future law, or to the state or local government for exclusively public purposes.

XI. Acceptance by Registered Agent

I, Valerie E. Janard, an Attorney at Law and a member of the Florida Bar, by execution of this Acceptance do hereby agree to abide by the provisions of Florida law with respect to the duties of registered agent, and agree to maintain normal business hours at the following address: 237 East Washington Street, Quincy, Florida 32351.

VALERIE E. JANARD

VALERIE E. JANARO

Registered Agent

STANLEY CARE

Incorporator

2-20-02

DATE

DATE