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FRATERNAL LETTER

FILED

02 JUN 19 AM 11:04

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Patrick Henry Sebastian River Nest 272 Fraternal Order of Orioles, Inc.
(Proposed corporate name - must include suffix)

600005857806--7
-06/19/02--01027--013
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: George W. Manor
Name (Printed or typed)

1455 90th Ave. #208
Address

Vero Beach, Florida 32966
City, State & Zip

772-562-8298
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

W0213820

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D. WHITE JUN 20 2002

ARTICLES OF INCORPORATION
OF
PATRICK HENRY SEBASTIAN RIVER NEST 272 FRATERNAL
ORDER OF ORIOLES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapters 607 and 617, Florida Statutes and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is PATRICK HENRY SEBASTIAN RIVER NEST 272 FRATERNAL ORDER OF ORIOLES, INC.

ARTICLE II - CORPORATE PURPOSE

The object and purpose of the Corporation shall be to raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for charitable, religious or educational purposes.

ARTICLE III - MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval as provided in the By-Laws of the Corporation.

Section 2: Application for membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

Section 3: Termination of Membership. Membership may be terminated by expulsion for a just cause or by resignation with thirty days' prior written notice to the Board of Directors.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence.

ARTICLE V – MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three (3) and not more than five (5) persons. Directors shall be elected or removed in accordance with the procedure provided in the By- Laws.

Section 2. The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer. These officers shall be elected and shall hold office in the manner provided by the By-Laws of the Corporation.

ARTICLE VI – INITIAL OFFICERS AND DIRECTORS

The names and residence addresses of the officers and directors who are to manage all the affairs of the Corporation until the first annual meeting are:

President

Andrew Shand - 11335 Indian River Dr. Sebastian Florida 32958

Vice President

Arthur Dix – 7090 Orchid Tree Dr. Grant, Florida

Secretary

Paul J. Woods – 709 E. Wren Circle Barefoot Bay, Florida 32976

Treasurer

George W. Manor – 1455 90th Ave. #208 Vero Beach, Florida 32966

Directors

James Pawliski – 7955 129th St. Roseland, Florida 32957

Robert Quinn - 401 South Dolphin Circle Barefoot Bay, Florida 32976

Thomas M. Eubanks 1593 Esterbrook Lane Sebastian, Florida 32958

ARTICLE VII – LAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The By-Laws of the Corporation shall be made, altered or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the By-Laws change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the By-Laws is to be voted upon, whether it be a membership meeting or a Board of Directors Meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present or voting by proxy at any meeting thereof; provided that notice thereof,

which shall include the text of the By-Laws change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the By-Laws is to be voted upon, whether it be a membership meeting or a Board of Directors meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present or voting by proxy at any meeting thereof, provided that notice thereof, which shall include the text of the change to Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to articles of incorporation of not for profit corporations.

ARTICLE VIII – GENERAL

All income and assets of the corporation above necessary expenses shall be donated to local charitable organizations and yearly scholarships to students at Sebastian River High School who have shown scholastic ability and a financial need.

The Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators.

ARTICLE IX - REGISTERED OFFICE AND REGISTERED AGENT

The above-named incorporators, desiring to organize this corporation under the laws of the State of Florida, hereby designate the Corporation's Registered principal office to be located at 9330 US Highway 1, Micco Florida 32976 and hereby designate and appoint George W. Manor as Registered Agent of the Corporation, to accept service of process within the State, to serve in such capacity until his successor is selected and duly designated.

ARTICLE X – INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE XI – PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, directors or members of the Corporation, or to any other individuals, except in the furtherance of its charitable purposes.

3. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(8) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170 (c) (2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE XII – DEDICATION OF ASSETS

The Corporation dedicates all assets, which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Section 501(c)(8) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 5TH day of JUNE, 2002.

Andrew J. Shand
President

Arthur D. Dix
Vice President

Paul J. Woods
Secretary

William
Treasurer

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, the undersigned authority, personally appeared George W. Mamm, Andrew J. Shand, Paul J. Woods, and Arthur D. Dix, who subscribed their names to the foregoing Articles of Incorporation, and who acknowledged before me that they executed such Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the aforesaid County and State, this 5TH day of JUNE, 2002.

Vito T. Urso
Notary Public, State of Florida

My Commission Expires:
Type of I.D. Produced:



Vito T. Urso
Commission # CC 792877
Expires NOV 23, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

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

FILED
02 JUN 19 AM 11:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

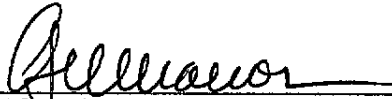
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said
Act:

First - That Patrick Henry Sebastian River Nest 272 Fraternal Order of Orioles, desiring to organize
under the laws of the State of Florida, with its principal office, as indicated in the Articles of
Incorporation, at the City of Micco, County of Brevard, State of Florida, has named George Manor located
9330 US I, County of Brevard, City of Micco, 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 place designated in
this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act
relative to keeping open said office.

By: _____


GEORGE MANOR