

No 5000006137

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

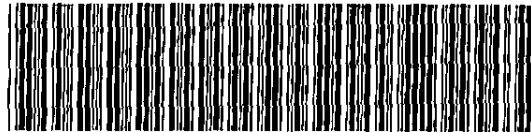
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900055811799

06/13/05--01035--020 **78.75

APPROVED
AND
FILED
JUN 14 PM 3:34
CLERK OF COURT
CLERK OF COURT

TRANSMITTAL LETTER

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

SUBJECT: The Florida Prory of the Knights Hospitallers of the Sovereign Order
of the Sovereign Order of St. John of Jerusalem Knights of Malta, The Ecumenical
Order, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

ADDITIONAL COPY REQUIRED

FROM: PHILLIP T. CRENSHAW, THE CRENSHAW LAW FIRM
Name (Printed or typed)

3175 SOUTH CONGRESS AVENUE, SUITE 301
Address

PALM SPRINGS, FLORIDAZ 33461
City, State & Zip

561-439-6100
Daytime Telephone number

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

APPROVED
AND
FILED

05 JUN 14 PM 3:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
THE FLORIDA PRORY OF THE KNIGHTS HOSPITALERS
OF THE SOVEREIGN ORDER OF ST. JOHN OF JERUSALEM®
KNIGHTS OF MALTA, THE ECUMENICAL ORDER, INC.**

The undersigned acting as incorporators of a not for profit corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is:

THE FLORIDA PRIORY OF
THE KNIGHTS HOSPITALERS OF THE SOVEREIGN ORDER OF ST. JOHN
OF JERUSALEM®
KNIGHTS OF MALTA, THE ECUMENICAL ORDER, INC.

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PRINCIPAL MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 3175 South Congress Avenue, Suite 301, Palm Springs, FL 33461

ARTICLE IV - PURPOSES

The general nature of the objects and purposes of this Corporation shall be:

- 4.1 To propagate the principles of Chivalry.
- 4.2 To care for the sick, the aged, the invalid, the poor and the children in need.
- 4.3 To protect and defend Christianity throughout the world.
- 4.4 To combat error and champion truth.

4.5 To promote and encourage a spirit of brotherhood and charity within the Order.

4.6 Members of the order are expected to be united in a spirit of brotherhood and charity and help their brethren at all times by all possible means.

4.7 To establish criteria, goals and priorities to further the foregoing purposes

4.8 To assist in training and development of educational opportunities for people in the community to aid in the implementation of the foregoing.

To assist in carrying out its purposes, the Corporation may receive, hold, invest and reinvest gifts and grants of money or property; to collect income there from; to invest in and/or sell property, and to disburse funds to any person or organization, public or private which is qualified as a non-profit entity.

ARTICLE V - PROHIBITION AGAINST CERTAIN ACTIVITIES

Under no circumstance shall the Corporation engage in any activity which is of a political or military nature, and further provided, however, as follows:

(A) No part of the net earnings of the Corporation shall inure for the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(B) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code), or

(b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

(C) In the event of the dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501c(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.

(D) Any other provisions herein notwithstanding, no member, director, officer or private individual shall engage in any act of self-dealing as defined in Section 4941 of the Internal Revenue Code of 1954, as amended (or corresponding provisions of any subsequent Federal Tax Law); nor retain any excess business holdings as defined in Section 4943 of the Internal Revenue Code of 1954, as amended (or corresponding provisions of any subsequent Federal Tax Laws); nor make any taxable expenditures as defined in Section 4945 of the Internal revenue Code of 1954, as amended (or corresponding provisions of any subsequent Federal Tax Laws).

ARTICLE VI - MEMBERSHIP

The Corporation shall not have members.

ARTICLE VII - INITIAL PRIORY COUNCIL

The number, manner of electing, and powers of Directors, or Priory Counsellors, shall be provided in the statutes, Bylaws, and regulations and shall consist of not less than three (3), nor more than eleven (11), which persons shall hold office until their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never consist of less than three (3). The names and addresses of the initial directors are as follows:

Chev. Col. Keith Carson,
COSJ

P.O. Box 5686
Lake Worth, FL 33466

Phillip R. Hinman

1210 Golden Pond Lane
Rockledge, FL 32955

Randal Cutter

6761 NW 22nd Court
Margate, FL 33063

ARTICLE VIII - OFFICERS

The officers of this Priory shall be:

- i) The Prior
- ii) The Deputy Prior (who shall preside in the absence of the Prior)
- iii) The Chancellor/Secretary, who shall have charge of the Secretariat and other office matters.
- iv) Such other Secretaries as may be determined.
- v) The Almoner, who shall have charge over financial matters.
- vi) The Marshall, who shall have charge over all Ceremonial, Investitures, Protocol and all matters relative to the Isignia and Dress Regulations, ensuring total compliance with the protocols as set out by the Order.
- vii) The Hospitaller, who shall have charge over the Hospitallery Service.
- viii) The Prelate (normally one Prelate from each principal Christian Denomination), who shall be responsible for the Religious ordinances.

ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the registered agent is:

Kenneth B. Crenshaw, Esq.
THE CRENSHAW LAW FIRM, P.A.
3175 S. Congress Avenue
Suite 301
Palm Springs, FL 33461

ARTICLE X - INCORPORATOR

The name and address of the incorporator is:

Keith Carson

P.O. Box 5686
Lake Worth, FL 33466

ARTICLE XI - BYLAWS

11.1 The bylaws of this corporation shall be those statutes and bylaws prommeagated by the Supreme Council and approved by H.S.H. The Prince Grand Master of the Order of The Sovereign Order on September 8, 2002 at the International seat of the Order and Diplomatic Centre - Malta.

11.2 The Bylaws may contain any provision for the regulation and management of the affairs of the corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE XII - AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by resolution adopted by the vote of two-thirds of the Counsellors present at any meeting of the Board of Counsellors, duly called and at which a quorum is present; provided however, that if the meeting is other than the annual meeting of the Board of Directors, three (3) days' advance written notice of the time, place and purpose of such meeting shall be given to each director unless such notice shall be waived in writing.

ARTICLE XIII - INDEMNIFICATION

The Corporation shall indemnify and save harmless any and all persons who shall serve, or who shall have served at any time as Counsellors or Officers, and their respective heirs, administrators, successors, and assigns from and against any and all expenses, claims or losses of any description, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding which may be asserted against them, or any of them, by reasons of their being or having been directors, and/or officers, except in relation to matters as to which any such director and/or officer

or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any Bylaws, agreements, or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 27th day of ~~April~~, MAY 2005.



Keith Carson, Incorporator

APPROVED
AND
FILED

CERTIFICATE OF DESIGNATION OF 05 JUN 14 PM 3:34

REGISTERED AGENT/REGISTERED OFFICE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 or 61730501, Florida Statutes, the undersigned Corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

THE FLORIDA PRIORY OF
THE KNIGHTS HOSPITALLERS OF THE SOVEREIGN ORDER OF ST.
JOHN OF JERUSALEM® KNIGHTS OF MALTA, ECUMENICAL ORDER, INC.

2. The name and street address of the registered agent and office is:

Kenneth B. Crenshaw, Esq.
The Crenshaw Law Firm, P.A.
3175 S. Congress Avenue
Suite 301
Palm Springs, FL 33461

Having been named a registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Kenneth B. Crenshaw, Esq.
Registered Agent

6-9-05
Date