

NO 70000010516

(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



700111307247

10/26/07--01050--021 **87.50

MRS
10/29

FILED
07 OCT 26 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: MIAMI SCOTTISH RITE CENTER PRESERVATION CORPORATION
(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: PATRICK C PALMER
Name (Printed or typed)

471 NW THIRD STREET
Address

MIAMI FL 33166
City, State & Zip

305 374 4700
Daytime Telephone number

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

Articles of Incorporation - In Compliance with Chapter 617, F.S., (Not for Profit)

Article I Name:

The name of the Corporation shall be:

MIAMI SCOTTISH RITE CENTER PRESERVATION CORPORATION

Article II Principal Office:

The principal place of business and mailing address of this corporation shall be:
471 N.W. 3rd. STREET, MIAMI, FL 33128

Article III Organization and Operation:

This corporation is organized and shall be operated exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

This corporation shall remain a part of and under the direct control of the Supreme Council, 33°, Ancient and Accepted Scottish Rite of Freemasonry, Southern Jurisdiction, United States of America.

The purpose for which the corporation is organized is:

Exclusively for assisting in the preservation of the Miami Scottish Rite Masonic Center; a building declared of historic importance by the Dade Heritage Trust. The Center is located at 471 N.W. 3rd. STREET, MIAMI, FL 33128 and is listed on the National Register of Historic Places.

Article IV Manner of Election

The manner in which the directors are elected or appointed:

There shall be three directors. They shall also serve as the officers. Two of the directors shall be appointed by the Sovereign Grand Inspector General, or Deputy, of the Supreme Council, 33°, A.A. & S.R. of Freemasonry, S.J., USA, Orient of Florida. Those two directors shall serve as the President and Secretary. The third director shall be the individual annually elected by the membership of the A.A. & S.R. of Freemasonry, S.J., Orient of Florida, Valley of Miami to serve as the Valley's Treasurer. He shall also serve as Treasurer of this Corporation.

Article V Initial Directors and Officers

The names, addresses and titles:

Name	Address	Title
Vance E. Larkins, Jr.	3226 NW 3rd. Street, Miami, FL 33125-4816	Director and President
Patrick C. Palmer	248 Navajo Street, Miami Spring, FL 33166	Director and Secretary
James S. Ewart	1881 NE 26 St. # 201, Ft. Lauderdale, FL 33305	Director and Treasurer

Article VI Initial Registered Agent and Street Address:

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

Patrick C. Palmer 471 N.W. 3rd. STREET, MIAMI, FL 33128

Article VII Incorporator:

The name and address of the Incorporator:

Patrick C. Palmer 471 N.W. 3rd. STREET, MIAMI, FL 33128

FILED

07 OCT 26 PM 2: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VIII Limits to Corporate Activity:

The officers named herein must be acting by the authority of and under the jurisdiction of the Supreme Council, 33°, Ancient and Accepted Scottish Rite of Freemasonry, Southern Jurisdiction, United States of America.

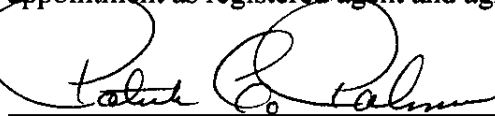
No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying 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 any candidate for public office. Notwithstanding any other provision of these 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

This corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its purposes.

Article IX Dissolution:

On dissolution, liquidation or winding up of the corporation, whether voluntary or involuntary, the net assets shall be transferred to a corporation, association, or trust having the same or similar purposes, whose trustees or governing body shall be operated by the authority of the Sovereign Grand Inspector General or Deputy of the Supreme Council of the Orient of Florida and under the jurisdiction of the Supreme Council, 33°, Ancient and Accepted Scottish Rite of Freemasonry, Southern Jurisdiction, United States of America, which corporation, association or trust shall be exempt from federal income tax under Sec 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any such future law).

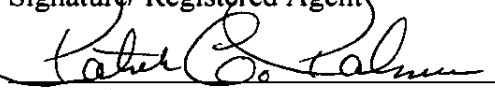
Having been named as REGISTERED AGENT to accept services of process for the above stated corporation and the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Patrick C. Palmer
Signature/ Registered Agent

9/24/2007

Date



Patrick C. Palmer
Signature/ Incorporator

9/24/2007

Date