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(City/State/Zip/Phone #)

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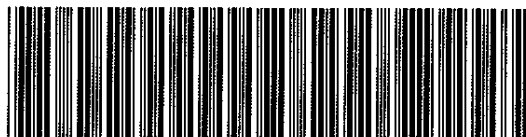
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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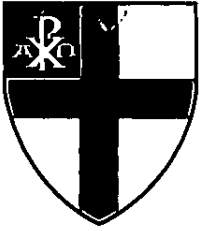
05/22/08--01010--002 **78.75

FILED

2008 MAY 22 P 2:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 22 2008
D. A. WHITE



St. Paul's Anglican Church

Anglican Province of America

Catholic & Evangelical

COVER LETTER

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

SUBJECT: "DEUS House of Theological Studies, Inc."

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:
\$78.75 – Filing Fee & Certificate of Status

FROM:

The Very Rev. Douglas J. King

St. Paul's Anglican Church

7200 N. Wickham Road

Melbourne, FL 32940

Tel. (321) 259-1130

Email: stpauls7570@bellsouth.net

(321) 259-1130

stpauls7570@bellsouth.net

7200 N. Wickham Road, Melbourne, Florida 32940

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F. S., (Not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:
"DEUS House of Theological Studies, Inc."

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address:

7200 N. Wickham Rd.
Melbourne, FL 32940

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: To further the religious work of the Diocese of the Eastern US ("DEUS") of the Anglican Province of America ("APA"), or its sister or successor Dioceses or Churches, by providing education and educational materials to Clergy, Postulants for Holy Orders, and/or Lay members of the Church(es). Said corporation is organized exclusively for charitable, religious, 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 Code¹.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 this Article. 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 any political campaign on behalf of or in opposition to any candidate for public office. 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 (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code².

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.³ Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

¹ Or the corresponding section of any future federal tax code.

² Ibid.

³ Ibid.

ARTICLE IV. MANNER OF ELECTION

Since this corporation is integral to the work of the DEUS of the APA⁴ (or its successor), and advances its religious and charitable purposes, the directors of the corporation initially will be the Board of Examining Chaplains ("BEC") of the DEUS; the Bishop Ordinary of the DEUS will act as Chairman of the Board of Directors of this corporation. The BEC is appointed annually by the Bishop Ordinary of the DEUS in accordance with Canon 4 Section 1 of the Constitution and Canons of the Anglican Province of America.⁵ The Board may enact Bylaws at a later date to modify this provision.

ARTICLE V. INITIAL DIRECTORS AND/OR OFFICERS

1. The Most Rev. Walter H. Grundorf, Bishop Ordinary, Chairman and Director
 - a. St. Alban's Cathedral
 - b. 3348 State Road 426
 - c. Oviedo, FL 32765
2. The Very Rev. Douglas J. King, President, Secretary and Director
 - a. St. Paul's Anglican Church
 - b. 7200 N. Wickham Rd.
 - c. Melbourne, FL 32940
3. The Rev. Michael L. Ward, Treasurer and Director
 - a. St. Mark's Anglican Church
 - b. 1795 45th St.
 - c. Vero Beach FL 32967
4. The Rev. Canon Chandler H. Jones, Director
 - a. St. Barnabas' Church
 - b. 4795 Peachtree Rd.
 - c. Dunwoody, GA 30338
5. The Rev. David R. Eastes, Director
 - a. 1747 Creekwater Blvd.
 - b. Port Orange, FL 32128
6. The Very Rev. Glenn M. Spencer, Director
 - a. All Saints Church
 - b. 3889 Ivy Rd.
 - c. Charlottesville, VA 22903

⁴ DEUS and APA are defined in Article III above.

⁵ As adopted in Provincial Synod 1998 and Amended in Provincial Synod in 2002 and 2004.

7. The Rev. Raymond C. Unterburger, Director
- a. St. Alban's Church
 - b. 1011 Old Joppa Rd.
 - c. Joppa, MD 21085

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI INITIAL REGISTERED AGENT

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

The Very Rev. Douglas J. King
St. Paul's Anglican Church
7200 N. Wickham Rd.
Melbourne, FL 32940

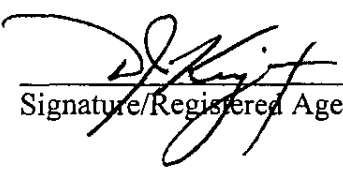
ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

The Very Rev. Douglas J. King
St. Paul's Anglican Church
7200 N. Wickham Rd.
Melbourne, FL 32940
Tel. (321) 259-1130
Email: stpauls7570@bellsouth.net

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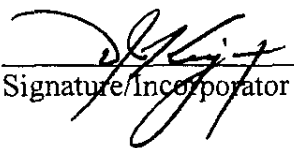
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent



Date



Signature/Incorporator



Date