

110000009466

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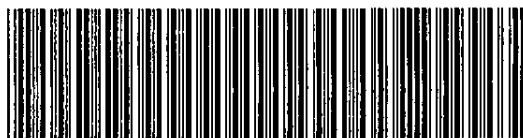
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*  
*[Signature]*  
*11-27-11*

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: ORDER of ST. JOHN of JERUSALEM,  
KNIGHTS HOSPITALER of FLORIDA INC.

DOCUMENT NUMBER: N10000009466

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DONALD R. MANDICH  
(Name of Contact Person)

1675 CYPRESS ROW DRIVE  
(Firm/ Company)  
(Address)

WEST PALM BEACH FL 33411-5109  
(City/ State and Zip Code)

DRMANDICH@AOL.COM  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DONALD R. MANDICH at (561) 792-9774  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>is enclosed) |
|---|--|---|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

ORDER of ST. JOHN of JERUSALEM, KNIGHTS HOSPITALER of Florida INC  
(Name of Corporation as currently filed with the Florida Dept. of State)

N10000009466

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:  
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:  
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

\_\_\_\_\_  
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:  
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	

E. If amending or adding additional Articles, enter change(s) here:  
(attach additional sheets, if necessary). (Be specific)

ADD TO ARTICLE III PURPOSE  
PART 4 SEE ATTACHED

ADD ARTICLE IX SEE ATTACHED

ADD ARTICLE X SEE ATTACHED

Order of St. John of Jerusalem, Knights Hospitaller of Florida Inc.  
EIN 27-3684638

**AMENDMENT TO ARTICLES OF INCORPORATION**

**ADD TO ARTICLE III      PURPOSE**

**4. No part of the 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 III.**

Order of St. John of Jerusalem, Knights Hospitaller of Florida Inc.

EIN 27-3684638

**AMENDMENT TO ARTICLES OF INCORPORATION**

**ADD ARTICLE IX**

**TAX ON UNDISTRIBUTED INCOME**

1. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal code, or the corresponding section of any future federal tax code.
2. The corporation will not engage in any act of self dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
3. The corporation will not retain any excess business holdings as defined in section 4943(c), of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
5. The corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ORDER OF ST. JOHN OF JERUSALEM, KNIGHTS HOSPITALLER OF FLORIDA INC.  
EIN 27-3684638**

**ATTACHMENT TO ARTICLES OF INCORPORATION**

**ADD ARTICLE X**

**DECLARATION OF TRUST**

The Order of St. John of Jerusalem, Knights Hospitaller of Florida Inc, Charitable Trust; Declaration of Trust made this 17th day of January 2011 by Janet Hall of 27 Shawnee Ridge Dr., The Woodlands, Texas, 77382 and Donald R. Mandich of 1675 Cypress Row Drive, West Palm Beach, Florida, 33411, who hereby declare and agree that they have received from Donald R. Mandich, as Donor, the sum of Ten Dollars (\$10), and that they will hold and manage the same, and any additions to it, in trust, as follows:

**First:** The Trust shall be called "The Order of St. John of Jerusalem, Knights Hospitaller of Florida Inc. Charitable Trust."

**Second.** The trustees may receive and accept property, whether real, personal, or mixed, by way of gift, bequest, or devise, from any person, firm, trust, or corporation, to be held, administered, and disposed of in accordance with and pursuant to the provisions of this Declaration of Trust, but no gift, bequest or devise of any such property shall be received and accepted if it is conditioned or limited in such manner as to require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than for "charitable purposes" within the meaning of such terms as defined in Article Third of this Declaration of Trust, or shall in the opinion of the trustees, jeopardize the federal income tax exemption of this trust pursuant to section 501(c)(3) of the Internal Revenue code, or the corresponding section of any future federal tax code.

**Third. A.** The principal and income of all property received and accepted by the trustees to be administered under the Declaration of Trust shall be held in trust by them, and the trustees shall make payments or distributions from income or principal, or both, to or for the use of such charitable organizations, within the meaning of that term as defined in paragraph C, in amounts and for such charitable purposes of the trust as the trustees shall from time to time select and determine; and the trustees may make payments or distributions from income or principal, or both, directly for such charitable purposes, within the meaning of that term as defined in paragraph D, in such amounts as the trustees shall from time to time select and determine without making use of any other charitable organization. The trustees may also make payments or distributions of all or any part of the income or principal to states, territories, or possessions of the United States, any political subdivision thereof of any of the foregoing, or to the United States or the District of Columbia, but only for charitable purposes within the meaning of that term as defined in paragraph D. Income or principal derived from contributions by corporations shall be distributed by the trustees for use solely within the United States or its possessions. No part of the net earnings of this trust shall inure or be payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of the trust shall be the carrying out of propaganda, or otherwise attempting to influence legislation. No part of the activities of this trust shall be the participation in, or intervention in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

**B.** This trust shall continue forever unless the trustees terminate it and distribute all of

**ORDER OF ST. JOHN OF JERUSALEM, KNIGHTS HOSPITALER OF FLORIDA INC.  
EIN 27-3684638**

**ATTACHMENT TO ARTICLES OF INCORPORATION - ARTICLE X**

the principal and income, which action may be taken by the trustees in their discretion at any time. On such termination, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. The donor authorizes and empowers the trustees to form and organize a nonprofit corporation limited to the uses and purposes provided for in this Declaration of Trust, such corporation to be organized under the laws of any state or under the laws of the United States as may be determined by the trustees, such organization when organized to have the power to administer and control the affairs and property and to carry out the uses, objects, and purposes of this trust. Upon creation and organization of such corporation, the trustees are authorized and empowered to convey, transfer, and deliver to the corporation all the property and assets to which the trust may be or may become entitled. The charter, by-laws, and other provisions for the organization and management of such corporation and its affairs and property shall be such as the trustees shall determine, consistent with the provisions of this paragraph.

C. In this Declaration of Trust and in any amendments to it, references to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the district of Columbia, or any possessions of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or be payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which do not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office. It is intended that the organization described in this paragraph C shall be entitled to exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

D. In this Declaration of Trust and in any amendments to it, the term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific, literary, or educational purposes within the meaning of those terms as used in section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, but only such purposes as also constitute public charitable purposes under the law of trusts of the State of Florida.

Fourth. The Declaration of Trust may be amended at any time or times by written instrument or instruments signed and sealed by the trustees, and acknowledged by any of the trustees, provided that no amendment shall authorize the trustees to conduct the affairs of this trust in any manner or for any purpose contrary to the provisions of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. An amendment of this Article Fourth (or any amendment to it) shall be valid only if and to the extent that such amendment further restricts the trustees' amending power. All instruments amending this Declaration of Trust shall be noted upon or kept attached to the executed original of this Declaration of Trust.

**ORDER OF ST. JOHN OF JERUSALEM, KNIGHTS HOSPITALER OF FLORIDA INC.  
EIN 27-3684638**

**ATTACHMENT TO ARTICLES OF INCORPORATION - ARTICLE X**

**Fifth. Any trustee under this Declaration of Trust may, by written instrument, signed and acknowledged, resign his office. The number of trustees shall be at all times not less than two, and whenever for any reason the number is reduced to one, there shall be, and at any other time there may be, appointed one or more additional trustees. Appointments shall be made by the trustee or trustees for the time in office by written instruments signed and acknowledged. Any succeeding or additional trustee shall, upon his or her acceptance of the office by written instrument signed and acknowledged, have the same powers, rights and duties, and the same title to the trust estate jointly with the surviving or remaining trustee or trustees as if originally appointed. None of the trustees shall be required to furnish any bond or surety. None of them shall be responsible or liable for the acts or omissions of any other of the trustees or of any predecessor or a custodian, agent, depositary or counsel selected with reasonable care. The one or more trustees, whether original or successor, for the time being in office, shall have full authority to act even though one or more vacancies shall exist. A trustee may, by appropriate written instrument, delegate all or any part of his or her powers to another or others of the trustees for such periods and subject to such conditions as such delegating trustee may determine. The trustees serving under the Declaration of Trust are authorized to pay to themselves amounts for reasonable expenses and reasonable compensation for services rendered in the administration of this trust, but in no event shall any trustee who has made a contribution to this trust ever receive any compensation thereafter.**

**Sixth. In extension and not in limitation of the common law and statutory powers of trustees and other powers granted in this Declaration of Trust, the trustees shall have the following discretionary powers:**

**a) To invest and reinvest the principal and income of the trust in such property, real, personal, or mixed, and in such manner as they deem proper, and from time to time to change investments as they deem advisable; invest in or retain any stocks, shares, bonds, notes, obligations, or personal or real property (including without limitation any interests in or obligations of any corporation, association business trust, investment trust, common trust fund, or investment company) although some or all of the property so acquired or retained is of kind or size which but for this express authority would not be considered proper and although all of the trust funds are invested in the securities of one company. No principal or income, however, shall be loaned directly or indirectly, to any trustee or to any one else, corporate or otherwise, who at any time made a contribution to this trust, nor to anyone except on the basis of an adequate interest charge and with adequate security.**

**b) To sell lease or exchange any personal, mixed, or real property, at public auction or by private contract, for such consideration and on such terms as to credit or otherwise, and to make such contracts and enter into such undertakings relating to the trust property, as they consider advisable, whether or not such leases or contracts may extend beyond the duration of the trust.**

**c) To borrow money for such periods, at such rates of interest, and upon such terms as the trustees consider advisable, and as security for such loans to mortgage or pledge any real or personal property with or without power of sale, to acquire or hold any real or personal prop-**

**ORDER OF ST. JOHN OF JERUSALEM, KNIGHTS HOSPITALLER OF FLORIDA INC.  
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**ATTACHMENT TO ARTICLES OF INCORPORATION - ARTICLE X**

erty, subject to any mortgage or pledge on or of property acquired or held by the trust.

d) To execute and deliver deeds, assignments, transfers, mortgages, pledges, leases, covenants, contracts, promissory notes, releases, and other instruments, sealed or unsealed, incident to any transaction in which they engage.

e) To vote, to give proxies, to participate in the reorganization, merger or consolidation of any concern, or in the sale, lease, disposition, or distribution of its assets, to join with other security holders in acting through a committee, depositary, voting trustees, or otherwise, and in this connection to delegate authority to such committee, depositary, or trustees, and to deposit securities with them or transfer securities to them, to pay assessments levied on securities or to exercise subscription rights in respect of securities.

f) To employ a bank or trust company as custodian of any funds or securities and to delegate to it such powers as they deem appropriate, to hold trust property without indication of fiduciary capacity but only in the name of a registered nominee, provided the trust property is at all times identified as such on the books of the trust; to keep any or all of the trust property or funds in any place or places in the United States of America; to employ clerks, accountants, investment counsel, investment agents, and any special services, and to pay the reasonable compensation and expenses of all such services in addition to the compensation of the trustees.

Seventh. The trustees powers are exercisable solely in the fiduciary capacity considered with and in furtherance of the charitable purposes of the trust as specified in Article Third and not otherwise.

Eighth. In this Declaration of Trust and in any amendment to it, references to "trustees" means the one or more trustees, whether the original or successor, for the time being in office.

Ninth. Any person may rely on a copy, certified by a notary public, of the executed original of the Declaration of Trust held by the trustees, and of any of the notations on it and writings attached to it, as fully as he might rely on the original documents themselves. Any such person may rely fully on any statements of fact certified by anyone who appears from such original documents or from such certified copy to be a trustee under the Declaration of Trust. No one dealing with the trustees need inquire concerning the validity of anything the trustees purport to do. No one dealing with a trustee need see the application of anything paid or transferred to or upon the order of the trustees of the trust.

Tenth. Any other provisions of this instrument notwithstanding:

a) The trustees will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal code, or the corresponding section of any future federal tax code.

b) The corporation will not engage in any act of self dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ORDER OF ST. JOHN OF JERUSALEM, KNIGHTS HOSPITALER OF FLORIDA INC.**

**EIN 27-3684638**

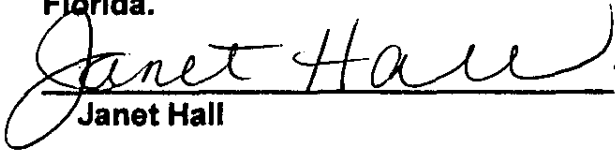
**ATTACHMENT TO ARTICLES OF INCORPORATION - ARTICLE X**

c) The corporation will not retain any excess business holdings as defined in section 4943(c), of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d) The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e) The corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Eleventh. This Declaration of Trust is to be governed in all respects by the laws of the State of Florida.

  
Janet Hall

Trustee

  
Donald R. Mandich

Trustee

ORDER OF ST. JOHN OF JERUSALEM, KNIGHTS HOSPITALLER OF FLORIDA INC.  
EIN 27-3684638  
ATTACHMENT TO ARTICLES OF INCORPORATION - ARTICLE X

ORDER OF ST. JOHN OF JERUSALEM, KNIGHTS HOSPITALLER OF FLORIDA INC.

TRUSTEE'S ACKNOWLEDGEMENT AND ACCEPTANCE OF OFFICE

I DONALD R. MANDICH acknowledge and accept my election (or appointment) as a Trustee of The Order of St. John of Jerusalem, Knights Hospitaller of Florida Inc. until DECEMBER 31, 2011 (date). I have read the By-Laws and Organizing Documents of the corporation and their attachments and in reference to Section Fifth of Article X of the Declaration of Trust, I understand and accept the rights, powers, duties, and limitations of a trustee.

 Trustee JANUARY 17, 2011 Date  
(signature)

DONALD R. MANDICH  
(name)

The date of each amendment(s) adoption: JANUARY 17, 2011  
(date of adoption is required)  
Effective date if applicable: JANUARY 17 2011  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated JANUARY 17, 2011

Signature

[Signature]  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

DONALD R. MANDICH  
(Typed or printed name of person signing)

SECRETARY -- TREASURER & TRUSTEE  
(Title of person signing)