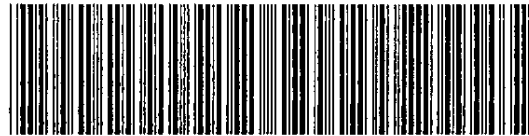


N11000002722

The Most Worshipful Grand Lodge
of Free and Accepted Masons of Florida

RICHARD E. LYNN P.G.M.
GRAND SECRETARY
P.O. Box 1020
Jacksonville, Florida 32201-1020



100197234841

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STATE
CLERK
TALLAHASSEE, FLORIDA

T. Burch MAR 16 2011

ARTICLES OF INCORPORATION
OF
PHOENIX LODGE NO. 346, INC.,
FREE AND ACCEPTED MASONS OF FLORIDA

The undersigned hereby presents these Articles for the formation of a not-for-profit corporation under the laws of the State of Florida, pursuant to Chapter 617, Florida Statutes and Chapter 4281, Laws of Florida, 1893.

ARTICLE I

The name of this corporation is:

Phoenix Lodge No. 346, Inc.,
Free and Accepted Masons of Florida

ARTICLE II

ADDRESS

The address of the principal office of this corporation is:

240 S Tuttle Avenue, Sarasota, Florida 34237

ARTICLE III

PURPOSE

The purpose of this corporation is to foster and promote freemasonry as a non-sectarian religious organization, an educational organization and a charitable organization, founded upon, possessed of and adhering to all those principles, precepts, tenets and beliefs that characterize and distinguish such organizations.

ARTICLE IV

MANAGEMENT

The method of the election of officers and directors of this corporation shall be determined in accordance with the By-Laws of The Most Worshipful Grand Lodge of Free and Accepted Masons of Florida.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 220 Ocean Street, Jacksonville, Florida 32202. The name of the initial registered agent at that address is Richard E. Lynn. The registered agent and address may be changed from time to time in accordance with these Articles.

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JACKSONVILLE, FLORIDA

ARTICLE VI
INCORPORATORS

The name and address of each incorporator is:

Michael B. Davenport, Worshipful Master
2403 Juniper Place
Sarasota, FL 34234-4125

John H. Land, Treasurer
2419 Temple Street
Sarasota, FL 34239

Roger H. Neihart, Senior Warden
199 Bimini Drive
Palmetto, FL 34221-3438

Derl B. Smith, Secretary
3329 Oakwood Blvd. S
Sarasota, FL 34237-7413

Albert W. Dahlberg, Junior Warden
1699 Towering Oak Drive
Sarasota, FL 34232-6618

ARTICLE VII
SUBORDINATION

This corporation has been granted a Masonic Charter or warrant by The Most Worshipful Grand Lodge of Free and Accepted Masons of Florida (Grand Lodge), a Florida not-for-profit corporation, under and pursuant to Chapter 4281, Laws of Florida, 1893. This corporation shall at all times be subordinate to and subject to the authority of the Grand Lodge and shall at all times adhere to and abide by said Chapter 4281 and the Constitution, Regulations and Orders of the Grand Lodge. The person from time to time serving as Grand Master of the Grand Lodge shall be a member of this corporation and, as such, shall have the sole right, without the joiner of any other person, and without any meeting or vote of the members, to alter, amend or change these Articles of Incorporation or to cause the dissolution of this corporation. Upon dissolution, all assets of this corporation shall be distributed to and shall belong to the Grand Lodge or its nominee.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3 day of March, 20 11.

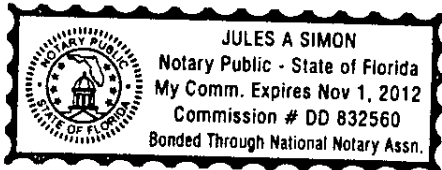


Michael B. Davenport

STATE OF FLORIDA

COUNTY OF Sarasota

On this 3rd day of March, 20 11, the execution of the foregoing instrument was acknowledged before me by Michael B. Davenport, who did not take an oath, and who is personally known to me.



Jules A. Simon
Florida Notary Public (Signature)
Jules A. Simon

(NAME OF NOTARY TYPED, PRINTED OR STAMPED)

My commission expires: 11/1/2012

Commission No.: DD 832560

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SARASOTA COUNTY, FLORIDA
CLERK OF CIRCUIT COURT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE OF DESIGNATION ABOVE, 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.

RICHARD E LYNN
DATED: 3/10/11