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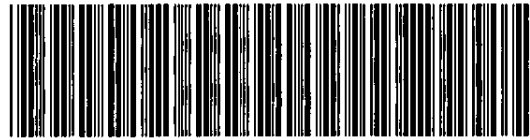
(Business Entity Name)

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A Fraternal Organization



*Orlando Lodge No. 1079*

**BENEVOLENT AND PROTECTIVE ORDER OF ELKS**

12 N. Primrose Drive  
Orlando, Florida 32803-6126  
**Phone (407) 894-5781**

April 16, 2012


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

Dear Gentlemen/Ladies:

Enclosed please find an original and one copy of our incorporation papers along with our check in the amount of \$87.50 for filing fee (\$70.00), \$8.75 for a Certificate of Status and \$8.75 for a certified copy.

If you need anything further, please do not hesitate to contact me.

Very truly yours,

  
Virginia Kehoe Akin  
Secretary

/a

Enclosures

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ARTICLES OF INCORPORATION OF  
ORLANDO LODGE NO. 1079,  
BENEVOLENT AND PROTECTIVE ORDER OF ELKS  
OF THE UNITED STATES OF AMERICA, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned have this 1<sup>st</sup> day of January, 2012, voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, and we hereby certify:

FIRST: CORPORATE NAME

That the name of said non-profit Corporation shall be "Orlando Lodge No. 1079, Benevolent and Protective Order of Elks of the United States of America, Inc."

SECOND: PRINCIPAL PLACE OF BUSINESS

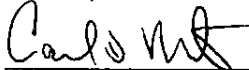
That the principal office for the transaction of business of the Corporation is to be located at County of Orange, 12 North Primrose Drive, Orlando, Florida 32803 and its mailing address shall be the same as its principal address

THIRD: NAME AND ADDRESS OF REGISTERED AGENT

The name and address of the Corporation's Registered Agent and his signature follows:

Carl D. Motes, Esq.  
12 North Primrose Drive  
Orlando, FL 32803

I hereby consent to serve as the Corporation's Registered Agent

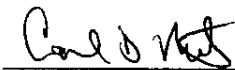


Carl D. Motes

FOURTH: INCORPORATOR'S NAME AND ADDRESS

The name and address of the Incorporator and his signature follows:

Carl D. Motes, Esq.  
12 North Primrose Drive  
Orlando, FL 32803



Carl D. Motes

FIFTH: CORPORATE PURPOSE

That the purposes for which said Corporation is formed are:

(a) The primary purpose for which this Corporation is formed is to inculcate the principles of Charity, Justice, Brotherly Love and Fidelity, to promote the welfare and enhance the happiness of its members; to quicken the spirit of American patriotism; to cultivate good fellowship and to perpetuate itself as a fraternal organization.

(b) Other purposes for which this Corporation is formed are: to do all the acts and things, and business and businesses in any manner connected with the objects or purposes or powers of the Corporation or necessary incidental convenient or auxiliary thereto, calculated directly or indirectly to promote the interests, objectives, and ideals of the organization, and in addition, to have and exercise

all rights, powers and privileges now or hereafter belonging to or conferred upon non-profit corporations existing under the laws of the State of Florida.

(c) The foregoing statement of purposes and powers shall be construed as a statement of both purpose and powers and the purposes and powers in each clause shall, except where otherwise expressed, be in no ways limited or restricted by reference to or inference from the terms of provisions of any other clause, but shall be regarded as independent purposes and powers.

**SIXTH: FRATERNAL ORGANIZATION**

This Corporation is organized exclusively as a fraternal organization, as a non-profit corporation, and its activities shall be conducted for the aforesaid purposes in such manner that no part of its net earnings will inure to the benefit of any member, Director, Trustee, Officer or individual.

**SEVENTH: GOVERNING LAW**

That said Corporation is organized pursuant to Chapter 617 Corporations Not For Profit, Laws of Florida.

**EIGHTH: OFFICERS AND DIRECTORS**

(a) The Officers, Directors and Trustees of this Corporation, their nominations, election or appointment, installation power and authority shall be in accordance with the provisions of the By-Laws of this Corporation.

(b) The governing body of this Corporation shall be its Board of Directors, which said Board of Directors shall consist of all the following: the Officers of the Corporation, who are entitled EXALTED RULER, ESTEEMED LEADING KNIGHT, ESTEEMED LOYAL KNIGHT, ESTEEMED LECTURING KNIGHT, and five (5) persons who shall bear the title of Trustee.

(c) The names and addresses of the persons who are to act in the capacity of Directors of this Corporation until the selection of their successors are as follows:

Exalted Ruler	Michael McClay 12 North Primrose Drive Orlando, Fl 32803
Esteemed Leading Knight	Lee Ann Ganung 12 North Primrose Drive Orlando, Fl 32803
Esteemed Loyal Knight	Aubie Dingwell 12 North Primrose Drive Orlando, Fl 32803
Esteemed Lecturing Knight	Trudy Harold 12 North Primrose Drive Orlando, Fl 32803
Trustee (1 year)	Ron Priest 12 North Primrose Drive Orlando, Fl 32803
Trustee (2 year)	Dale Schmitt 12 North Primrose Drive Orlando, Fl 32803
Trustee (3 year)	William Feldmeyer 12 North Primrose Drive Orlando, Fl 32803

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Trustee (4 year) Carol Jaster  
12 North Primrose Drive  
Orlando, Fl 32803

Trustee (5 year) Robert Schimmelpfennig  
12 North Primrose Drive  
Orlando, Fl 32803

NINTH: BY-LAWS

That the By-Laws of said Corporation shall define the duties of the Directors, Officers and Trustees of the Corporation; that the manner of election and term of office of the Directors, Officers and Trustees of the Corporation shall be as set forth in the By-Laws of the Corporation; that the number of persons to serve in the capacity of Directors may be changed from time to time by the By-Laws of said Corporation, and that said Corporation is hereby granted authority to make a Code of By-Laws for its government, and to amend the same from time to time as provided in said By-Laws.

TENTH: GRAND LODGE

This Corporation is organized with the permission of Grand Lodge of the Benevolent and Protective Order of Elks of the United States of America, and the business of the Corporation and all its acts, decisions and other actions of its Officers and members in carrying out its purpose and powers shall at all times conform with the provisions of the Grand Lodge Constitution and Laws of the Order enacted pursuant thereto as well as the provisions of State law.

ELEVENTH: PURCHASE AND SALE OF PROPERTY

In all matters relating to property, both real and personal, including but not limited to, purchase, sale, mortgage, hiring and leasing, the provisions of Section 16.050, Laws of the Order relating to notice and required vote shall be fully complied with.

TWELFTH: TERM OF EXISTENCE

The term of this Corporation shall be perpetual.

THIRTEENTH: LIQUIDATION

Upon liquidation, dissolution or winding up of the Corporation, the Corporation's property shall be subject to the provisions of Section 9.170 of the Laws of the Order.

IN WITNESS WHEREOF, we have hereunto set our hands this 11<sup>th</sup> day of January 2012.

Exalted Ruler

M.R. McClay  
Michael McClay

Esteemed Leading Knight

Lee Ann Ganung  
Lee Ann Ganung

Esteemed Loyal Knight

Aubie Dingwell  
Aubie Dingwell

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Esteemed Lecturing Knight

Trudy Harold  
Trudy Harold

Trustee (1 year)

Ron Priest  
Ron Priest

Trustee (2 year)

Dale Schmitt  
Dale Schmitt

Trustee (3 year)

William Feldmeyer  
William Feldmeyer

Trustee (4 year)

Carol Jester  
Carol Jester

Trustee (5 year)

Robert Schimmelpfennig  
Robert Schimmelpfennig

IN WITNESS THEREOF, I have hereunto affixed my signature as Secretary, and have caused the seal of said Lodge to be affixed, this 11<sup>th</sup> day of January, 2012.

Virginia Kehoe Akin  
Virginia Kehoe Akin  
Lodge Secretary

(Seal)