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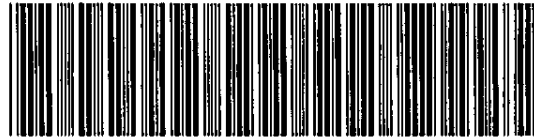
(Business Entity Name)

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TALLAHASSEE FLORIDA

COVER LETTER

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

SUBJECT: SCOTTISH RITE VALLEY OF TAMPA CHARITABLE FOUNDATION, INC.
(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: MICHAEL R. PENDER, JR TREASURER

Name (Printed or typed)

2381 FRUITVILLE ROAD

Address

SARASOTA, FL 34237

City, State & Zip

941-366-2983

Daytime Telephone number

MRP@CAVCOCPA.COM

E-mail address: (to be used for future annual report notification)

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
SCOTTISH RITE VALLEY OF TAMPA CHARITABLE FOUNDATION, INC**

A Florida Non-Profit Corporation

These articles of incorporation are signed by the incorporators for the purpose of forming a corporation not for profit under the provisions of Florida Statutes, Chapter 617, as follows:

ARTICLE I. - NAME

The name of this corporation is SCOTTISH RITE VALLEY OF TAMPA CHARITABLE FOUNDATION, INC. The principal office and the mailing address of the corporation is 5500 Memorial Highway, Tampa, FL 33634-7336.

ARTICLE II. - PURPOSE

The purpose of the corporation is to expand the charitable work of the Scottish Rite Valley of Tampa and the preservation of the Tampa and Sarasota Scottish Rite Temples. The corporation shall be operated exclusively for charitable, educational and scientific purposes and comply to the regulations as allowed under Internal Revenue Code 501 (c) (3) or the corresponding provisions of any future United States Internal Revenue Law, including, but not limited to:

- a) To receive grants, gifts, and bequests of money and property; acquire, receive, hold, invest and administer, in its own name, securities, funds, objects of value, or other property, real or personal; and make expenditures to or for the direct or indirect benefit of the corporation's purposes.
- b) To receive and hold by gift, bequest or purchase any real or personal property and to manage, invest and reinvest the same and to dispose of the same for scientific, educational or charitable purposes, all for the advancement of the corporation's purposes and objectives and the encouragement and continuation of their established goals and objectives; to hold, either absolutely or in trust for any of said purposes, funds and property of all kinds subject to any limitations or conditions imposed by law or the instrument under which said property is received; to sell, lease, convey or otherwise dispose of any such property and to invest and reinvest the same or any proceeds thereof and to deal with and expand the principal and income for any of said purposes; to act as trustee; and, in general, to exercise any, all, and every power, including trust powers, which a corporation not for profit organized under the laws of the State of Florida for the foregoing purposes can be authorized to exercise.

- c) Direct aid and relief to the poor and distressed or the underprivileged by the giving either of food, clothing, shelter, medical attention or otherwise aiding and assisting them, including any work that may be charitable in nature as the term "charitable" is used in Section 501 (c)(3) of the Internal Revenue Code. This project is known as the Almoner Fund.
- d) To support the maintenance and preservation of the Scottish Rite Temple in Tampa and Sarasota.
- e) Engaging in any and all lawful activities necessary or desirable for the accomplishment of any of the above described powers and purposes.

ARTICLE III. - MEMBERSHIP

The corporation shall have no members.

ARTICLE IV. - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. - BOARD OF TRUSTEES

The affairs of the corporation shall be managed by a board of trustees consisting of no less than three trustees. The board of trustees shall be elected or appointed as provided in the bylaws. The board of trustees shall have the requisite power and authority, which is customarily vested in corporate trustees over the business and affairs of the corporation. The initial trustees of this corporation shall be as follows:

Russell B. Glendinning
4496 Golden Lake Drive
Sarasota, FL 34233

Michael R. Pender, Jr.
2381 Fruitville Road
Sarasota, FL 34237

John E. Drewett
5500 Memorial Highway
Tampa, FL 33634-7336

ARTICLE VI.
REGISTERED OFFICE AND REGISTERED AGENT

The registered office of this corporation shall be 5500 Memorial Highway, Tampa, Florida 33634-7336, and the registered agent at such office shall be John E. Drewett, General Secretary

ARTICLE VII. - COMPENSATION AND ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its trustees or officers, or any individual, but 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 II hereof. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of the exemption under Section 501(c)(3) of the Code. The corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles of incorporation, the corporation shall not carry on any other activities not permitted to be carried on:

- (a) By a corporation exempt from taxation under the Code; or
- (b) By a corporation, contributions to which are deductible under Section 170(c) (2) of the Code.

ARTICLE VIII. - INDEMNIFICATION

The corporation shall indemnify the incorporator and any director or officer, or any former director or officer, to the full extent permitted by law.

ARTICLE IX. - INCORPORATORS

The name and address of the incorporators are as follows:

Russell B. Glendinning
4496 Golden Lake Drive
Sarasota, FL 34233

Michael R. Pender, Jr.
2381 Fruitville Road
Sarasota, FL 34237

John E. Drewett
5500 Memorial Highway
Tampa, FL 33634-7336

ARTICLE X – OFFICERS

The corporation shall be governed by a president, vice president, secretary, treasurer and any other officers which may be established by the bylaws of the corporation. The officers will be elected by the trustees at the annual meeting in accordance with the bylaws.

ARTICLE XI. - BYLAWS

The bylaws of this corporation shall be made, altered, or rescinded by the board of trustees at any regular or special meeting held in accordance with the bylaws.

ARTICLE XII. - AMENDMENT OF ARTICLES OF INCORPORATION

These articles of incorporation may be amended from time to time by a resolution adopted by a two-thirds vote of the board of trustees present at a meeting at which a quorum is present; provided, however, that these articles of incorporation shall not be amended to permit the corporation to engage in any activity prohibited in Article VII.

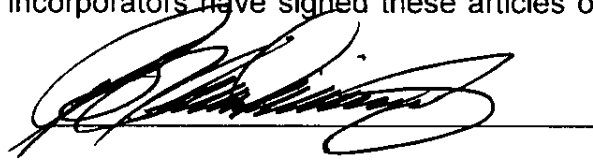
ARTICLE XIII. - DISSOLUTION

Upon the dissolution of the corporation, the board of trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation by distributing those assets exclusively for charitable purposes in such manner or to either the Scottish Rite Foundation of Florida Inc. should it exist or the Supreme Council of the Thirty-third and last Degree of the Ancient and Accepted Scottish Rite of Freemasonry, Southern Jurisdiction, United States of America whose headquarters are located at 1733 16th Street NW, Washington, D.C. as agents for the House of the Temple Foundation or such organization or organizations organized and operated exclusively for religious, charitable or scientific purposes as shall, at the time, qualify as exempt under Section 501(c)(3) of the Code, as the board of trustees shall determine. Any assets not so disposed of shall be disposed of by the circuit court which has general jurisdiction for the county in which the principal office of the corporation shall then be located, exclusively for such charitable purposes or such charitable organization or organizations described in Section 501(c)(3) of the Code as the court shall select.

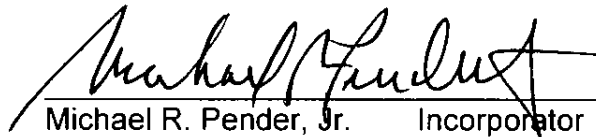
ARTICLE XIV. - DEFINITIONS

For purposes of these articles, "charitable purposes" include educational, religious, scientific, public and other purposes, contributions to which are deductible under Section 170(c) of the Code. Any reference in these articles to a section of the Internal Revenue Code of 1986 shall be deemed to include the corresponding provision or provisions of any applicable future Internal Revenue Code.

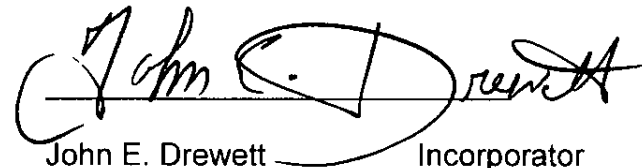
IN WITNESS WHEREOF, the incorporators have signed these articles of incorporation on January 9, 2017



Russell B. Glendinning Incorporator



Michael R. Pender, Jr. Incorporator

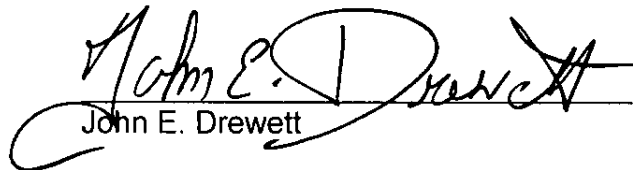


John E. Drewett Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process at the place designated in the articles, 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.

DATED: January 9, 2017


John E. Drewett

17 JAN 19 AM 10:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA