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TRANSMITTAL LETTER

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

SUBJECT: St. Luke's Orthodox Catholic Church of America, Inc.
(Proposed corporate name - must include suffix)

200001704902
-02/02/96--01000--016
***122.50 ***122.50

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

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FILED STATE
SECRETARY OF CORPORATIONS
96 FEB - 2 PM 2:41

FROM: Rev. Fr. Harry G. Williams
Name (Printed or typed)

8021 Bayhaven Drive
Address

Seminole, FL 34646
City, State & Zip

(813) 398-1723
Daytime Telephone number

AL FEB - 7 1995

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

**ARTICLES OF INCORPORATION
OF
ST. LUKE'S ORTHODOX CATHOLIC
CHURCH OF AMERICA, INC.**

A Corporation Not For Profit

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE ONE - NAME

The name of this corporation shall be the St. Luke's Orthodox Catholic Church of America, Inc. The initial corporate street and mailing address is 8021 Bayhaven Drive, Seminole, Florida 34646.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence unless dissolved according to law. Corporate existence shall commence upon filing of the Articles of Incorporation with the office of the Secretary of State.

ARTICLE THREE - PURPOSE

The purpose of the corporation is the support of the public worship of Almighty God, according to the faith and discipline of the Autocephalous Orthodox Catholic Church of America in the United States of America, otherwise and hereinafter known as the Orthodox Catholic Church of America, or AOCCA, in the Archdiocese in which this corporation is situated, (which shall hereinafter be referred to as "Diocese"). The corporation acknowledges its allegiance to be due to the One, Holy, Catholic and Apostolic Church and recognizing the Diocese to be a true unit of the same having a rightful spiritual jurisdiction over said corporation, hereby declares its adhesion to the same and accedes to its Constitution and Canons.

ARTICLE FOUR - BASIS

This corporation shall be organized on a non-stock basis pursuant to Chapter 617, Florida Statutes.

ARTICLE FIVE - MEMBERS

The corporation shall have voting members, who shall have all of the rights and privileges of members of the corporation as set forth in these articles and in the bylaws of the corporation. Membership shall be open to all persons, regardless of race, creed, color, national origin, age, sex, familial relationship or handicap who are registered members of the corporation.

ARTICLE SIX - INCORPORATOR

The name and address of the Incorporator of these Articles is Rev. Fr. Harry G. Williams, 8021 Bayhaven Drive, Seminole, Florida 34646.

ARTICLE SEVEN - REGISTERED AGENT

The initial registered office of this corporation is 8021 Bayhaven Drive, Seminole, Florida 34646. The name of the initial registered agent is Rev. Fr. Harry G. Williams.

ARTICLE EIGHT - BOARD OF DIRECTORS

The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The number and manner of electing directors shall be as set forth in the bylaws, and may be either increased or decreased from time to time by amendment of the by-laws of the corporation in a manner provided by law, but shall never be less than three (3), at least one of whom must be unrelated to the other two by blood or marriage. The qualifications, time for electing or appointing, terms of office, manner of removal, and duties of the officers and directors shall be set forth in the bylaws.

ARTICLE NINE - AMENDMENTS

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any rights conferred upon the members are subject to this reservation. Amendments may be adopted by vote of not less than two-thirds of the members entitled to vote at any regular or special meeting called for that purpose.

ARTICLE TEN - BY-LAWS

The members of the Board of Directors of the corporation shall adopt at its first meeting bylaws for the conduct of the corporation's business and the carrying out of its purposes. Such bylaws may be amended or repealed, in whole or in part, in the manner set forth by the bylaws at any regular or special meeting called for that purpose, or if not herein set forth, then by written consent of the members in the same number or percentage as provided for amendment by meeting.

ARTICLE ELEVEN - LIMITATIONS

No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, 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 of the corporation.

St. Luke's Orthodox Catholic Church of America, Inc.
Articles of Incorporation (1/96)

Notwithstanding any other provision in 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) of the Internal Revenue Service Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Service Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Internal Revenue Service of 1986 or the corresponding provisions of any future United States Internal Revenue (law), and the corporation shall not participate in, intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE TWELVE - DISSOLUTION

Upon dissolution or final liquidation of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, transfer all of the assets of the corporation exclusively to an organization exempt under Section 501(c) of the Internal Revenue Service Code of 1986 (or the corresponding provision of any future United States Internal Revenue law). Any such assets not so disposed of for any reason shall be disposed of by court having jurisdiction over the subject matter in the county in which the principal office of the corporation is then located, exclusively for charitable, educational, literary or scientific purposes, or to such organization or organizations as aid court may determine, which are organized and operated exclusively for such purposes.

ARTICLE ELEVEN - ACTION BY DIRECTORS WITHOUT A MEETING

The Board of Directors of the corporation may take action by written consent as provided by law.

ARTICLE TWELVE - INDEMNIFICATION

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

IN WITNESS WHEREOF, of the undersigned incorporator has executed these Articles of Incorporation this 31st day January, 1996.

ST. LUKE'S ORTHODOX CATHOLIC CHURCH OF AMERICA, INC.

BY: Rev. Fr. Harry G. Williams
Rev. Fr. Harry G. Williams
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB -2 PM 2:41

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

St. Luke's Orthodox Catholic Church of America, Inc.
(must include suffix)

2. The name and address of the registered agent and office is:

Rev. Fr. Harry G. Williams
(NAME)

8021 Bayhaven Drive
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Seminole, FL 34646
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Rev. Fr. Harry G. Williams
(SIGNATURE)

1-31-96
(DATE)