

N 9800000P 4950

LANE REESE AULICK SUMMERS & FIELD, P.A.

ATTORNEYS AT LAW
SUITE 304, DOUGLAS CENTRE
2600 DOUGLAS ROAD
CORAL GABLES, FLORIDA 33134

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1. St. Arthur's Lodge # 488. P.H.A., Inc.
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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 20, 1998

LANE REESE AULICK SUMMERS & FIELD, P.A.
2600 DOUGLAS ROAD SUITE 304
CORAL GABLES, FL 33134

SUBJECT: ST. ARTHUR'S CHAPTER #141, ORDER OF EASTERN STAR, INC.
Ref. Number: W98000019125

We have received your document for ST. ARTHUR'S CHAPTER #141, ORDER OF EASTERN STAR, INC. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The corporate name must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 398A00043459

ARTICLES OF INCORPORATION

OF

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**SAINT ARTHUR'S CHAPTER #141, ORDER OF EASTERN STAR, INC., OF THE
STATE OF FLORIDA AND JURISDICTION THEREUNTO BELONGING
INCORPORATED**

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

ARTICLE I - CORPORATE NAME AND ADDRESS

The name of the Corporation is St. Arthur's Chapter #141, Order of Eastern Star, Inc. at 680 N.W. 52nd Street, Miami, Florida 33150.

ARTICLE II - NATURE OF CORPORATION BUSINESS

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

ARTICLE III - DURATION

The duration (term) of the Corporation is perpetual.

ARTICLE IV - PURPOSES

The Corporation is organized, and shall be operated exclusively for the following purposes: To provide an organization to support the members of St. Arthur's Chapter #141, Order of Eastern Star, Inc. and the community of Dade County. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by

bequest, devise, gift, purchase, lease or otherwise any property of any sort of nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property, and the income, principal and proceeds of such property, for any of the purposes set forth herein.

To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V - LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, 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 IV (Purposes).

ARTICLE VI - MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members or one or more classes, who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Gwendolyn Green	12675 N.E. Miami Court, N. Miami, Florida 33161
Doris Lee	10374 S.W. 208th Lane, Miami, Florida 33189

Dorothy Walch	5600 N.W. 9th Avenue, Miami, Florida 33127
Ida M. Little	2111 N.W. 34 Street, Miami, Florida 33142
Beatrice Hawes	P.O. Box 420898, Miami, Florida 32242

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 2600 Douglas Road, Suite 304, Coral Gables, Florida 33134, and the name of its initial Registered Agent at that address is Lorenzo Jackson Jr.

ARTICLE VIII - INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is five (5). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Voting Members shall elect the Trustees annually. The Bylaws may provide for *ex officio* and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Gwendolyn M. Baylor	1012 N.W. 64th Street, Miami Florida 33150
Susie Davis	1959 N.W. 59th Street, Miami, Florida 33142
Edna Ball	1600 N.W. 4th Avenue, 16G, Miami, Florida 33136
Ruth Smith	3599 N.W. 87th Street, Miami, Florida 33147
Emily Murray	4401 N.W. 171th Street, Miami, Florida 33055

ARTICLE IX - OFFICERS

The Officers of the Corporation shall consist of a President, First Vice President, Second Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the majority of members present annually at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Gwendolyn Green	12675 N.E. Miami Court N. Miami, Florida 33161	President
Doris Lee	10374 S.W. 208th Lane Miami, Florida 33189	First Vice President
Dorothy Walch	5600 N.W. 9th Avenue Miami, Florida 33127	Second Vice President
Ida M. Little	2111 N.W. 34 Street Miami, Florida 33142	Financial Secretary
Beatrice Hawes	P.O. Box 420898 Miami, Florida 32242	Treasurer

ARTICLE X - INCORPORATORS

The name and address of the Incorporators are as follows:

<u>Name</u>	<u>Address</u>
Gwendolyn M. Baylor	1012 N.W. 64th Street, Miami Florida 33150
Susie Davis	1959 N.W. 59th Street, Miami, Florida 33142
Edna Ball	1600 N.W. 4th Avenue, 16G, Miami, Florida 33136

ARTICLE XI - BYLAWS

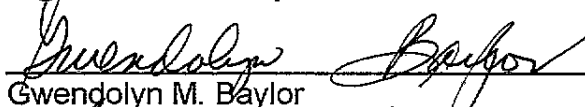
The Bylaws of the Corporation are to be made by the Board of Trustees, and adopted by the members and may be altered, amended or rescinded by the members.

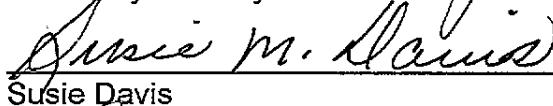
ARTICLE XII - AMENDMENT

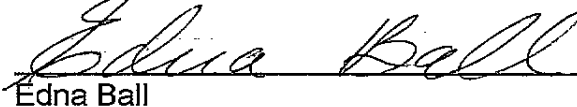
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

IT WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation is _____ day of _____, 1998.

Signature of Incorporators


Gwendolyn M. Baylor


Susie Davis


Edna Ball

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING instrument was acknowledged and sworn to before me this
7th day of August, 1998, by Gwendolyn M. Baylor, Susie Davis, Edna Ball
of ST. ARTHUR'S CHAPTER #140, O.E.S., INC.



• ENZO JACKSON JR
Commission CC499785
Expires Oct. 05, 1999

Enzo Jackson Jr.
Notary Public

My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

The Undersigned hereby accepts the appointment as registered Agent of
ST. ARTHUR'S CHAPTER #140, O.E.S., INC., which is contained in the foregoing
Articles of Incorporation.

Dated this 7th day of August, 1998.

Ronny Johnson
Registered Agent

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