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ARTICLES OF INCORPORATION OF ST. JOHN'S BOOKSTORE, INC. (A Corporation Not for Profit)

In order to form a corporation under and in accordance with the provisions of Chapter 617, <u>Florida Statutes</u>, for the formation of corporations not for profit, we, the undersigned, do hereby associate ourselves together as a corporation for the purposes and with the powers hereinafter set forth, and to accomplish that objective we do hereby make, adopt and subscribe these Articles of Incorporation, to wit:

I. NAME OF CORPORATION

The name of the Corporation shall be St. John's Bookstore, Inc.

II. ADDRESS OF PRINCIPAL OFFICE

The initial address of the principal office of the Corporation is 211 North Monroe Street, Tallahassee, Florida, and the mailing address for the Corporation is St. John's Bookstore, Inc., 211 North Monroe Street, Tallahassee, Florida 32301. The street address and mailing address can be changed upon due consideration and vote by the Board of Directors.

III. PURPOSES

The purposes for which the Corporation is formed are:

The Corporation shall not engage in any business of a kind ordinarily carried on for profit and nothing in these Articles of Incorporation or in the Bylaws of the Corporation shall authorize the Corporation to, and the Corporation shall not, enter any transaction, carry on any activity, or engage in any business for pecuniary profit, and any income received by the Corporation shall be applied only to the nonprofit purposes and objectives of the Corporation set forth herein and no part thereof during membership or upon termination of membership shall inure to the benefit of any private member or individual.

IV. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of at least ten (10) Directors. At least seven (7) of the ten (10) Directors shall be members in good standing of St. John's Episcopal Church. The Junior Warden of St. John's Episcopal Church shall be a director. The number and election of the Directors shall be as provided in the Bylaws of the Corporation.

V. TERM OF EXISTENCE

The term for which this Corporation shall exist shall be perpetual unless dissolved according to law. Upon dissolution, distribution of corporate assets, if any, shall be distributed to a non-profit entity in accordance with law.

VI. MEMBERSHIP

If the Corporation elects to have members, the Corporation shall consist of general membership which may be evidenced by a Certificate of Membership which shall contain the statement printed permanently on the face of the certificate that the Corporation is a non-profit corporation. The criteria for membership shall be as set forth in the Bylaws of the Corporation.

VII. <u>BYLAWS</u>

The initial Board of Directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered or rescinded by the directors in the manner provided by such Bylaws.

VIII. REGI<u>STERED OFFICE</u>

The registered office of the Corporation shall be located at St. John's Episcopal Church, 211 North Monroe Street, Tallahassee, Florida 32301, and the registered agent shall be Cindy Sullivan, as Chair of the Board of Directors, St. John's Bookstore, Inc. .

IX. INCORPORATORS

The name and address of the incorporators of these Articles of Incorporation are as follows:

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<u>Name</u>	Address
Cindy Sullivan, as Chair of the Board of Directors	211 North Monroe Street Tallahassee, FL 32301
Vanessa Zein-Eldin, as Junior Warden of St. John's Episcopal Church	211 North Monroe Street Tallahassee, FL 32301

X. <u>AMENDMENT</u>

The Corporation reserves the right to alter, amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, according to law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this day of term, 1998.

INCORPORATORS

Cindy Sullivah

Vanessa Zein-Eldin

COUNTY OF LEON The foregoing instrument was acknowledged before me this 24

Cindy Sullivan, who is personally known to me (or-who-has-produced identification).

Name: LAKENCE STATE OF FLORIDA, AT LARGE

Commission Number:

My Commission Expire

Lorence Jon Bielby MY COMMISSION # CC741943 EXPIRES September 13, 2002 BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA COUNTY OF LEON

STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 24 day of 5 4, 1998, by Vanessa Zein-Eldin, who is personally known to me (or who has produced as identification).

NOTARY PUBLIC

STATE OF FLORIDA, AT LARGE

Commission Number:

My Commission Expires:

(Seal)

Lorence Jon Bielby COMMISSION # CC741943 EXPIRES September 13, 2002 BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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. John's Bookstore, Inc.
- 2. The name and address of the registered agent in office is:

Name:

Cindy Sullivan

Address:

211 North Monroe Street

Tallahassee, FL 32301

Title: Vice President Date: 10-24-92

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 statute 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.

Name: Cindy Sullivan, Chair

Registered Agent

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SECRETARY OF STATE DIVISION OF CORPORATIONS