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TRANSMITTAL LETTER

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

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SUBJECT: MOST EXCELLENT GRAND CHAPTER OF ROYAL ARCH MASONS OF THE STATE
OF FLORIDA, BAY COUNTY ROYAL ARCH CHAPTER NO. 39

Enclosed is an original and one(1) copy of Reinstatement/Reincorporation and a check for :

FEES:

Filing Fee	\$35.00
Registered Agent	\$35.00
Annual Reports 1993 through present	\$428.75

OPTIONAL:

Certified Copy \$8.75 (plus \$1 per page over 8, not to exceed a maximum of \$52.50)
Certificate of Status \$8.75

FROM: Elizabeth J. Walters
Name (Printed or typed)
Burke & Blue, P.A.
Post Office Box 70
Address
Panama City, FL 32401
City, State & Zip
(850) 769-1414
Daytime Telephone number

FILED
99 MAR 10 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION FOR REINSTATEMENT AND REINCORPORATION OF
LEGISLATIVELY OR JUDICIALLY CHARTERED NOT FOR PROFIT
CORPORATION**

IN COMPLIANCE WITH s. 617.1623(1)(d), FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REINSTATE AND REINCORPORATE A NOT FOR PROFIT LEGISLATIVELY OR
JUDICIALLY CHARTERED CORPORATION WHICH WAS DISSOLVED ON JULY 2, 1992,
PURSUANT TO s. 617.1623(1)(c):

1. MOST EXCELLENT GRAND CHAPTER OF ROYAL ARCH MASONS OF THE STATE OF FLORIDA,
BAY COUNTY ROYAL ARCH CHAPTER NO. 39

Name of corporation exactly as it appears in legislative or judicial charter.

2. 2700 West 10th Street, Panama City, FL 32401

Street address of the principal office of the corporation.
(This address will be used for the mailing of corporation annual reports)

3. May 19, 1920

Date of legislative or judicial incorporation



FEI Number applied for

4. FEI Number



FEI Number not required

5. Name, address (P. O. Box NOT acceptable) and title of current officers and/or directors:
(use additional page if necessary)

Title	Name	Street Address	City/State/Zip
P	Richard E. Foreman	4316 North Shore Road	Panama City, FL 32406

6. Attached is a copy of the judicial charter and all amendments thereto certified by the Circuit Court of the county wherein recorded or a copy of the chartering law certified by the Department of State, Division of Elections as to legislative charters and completed Certificate of Reincorporation.

Authorized Signature

Richard E. Foreman, President
Name and capacity of person signing application
(see S. 617.10201(6))

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TALLAHASSEE, FLORIDA

CERTIFICATE OF REINCORPORATION

Pursuant to s. 617.0901, Florida Statutes, this certificate of reincorporation was duly authorized by a meeting of its members regularly called or by a meeting of its board of directors if there were no members entitled to vote on the reincorporation:

ARTICLE I NAME

The name of the corporation shall be:

MOST EXCELLENT GRAND CHAPTER OF ROYAL ARCH MASONS OF THE STATE OF FLORIDA,
BAY COUNTY ROYAL ARCH CHAPTER NO. 39, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:

2700 West 10th Street
Panama City, FL 32401

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized:

Non-profit fraternal organization.

ARTICLE IV REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the registered agent are: Richard E. Foreman
4316 North Shore Road
P.O. Box 15058
Panama City, FL 32406

ARTICLE V MANNER OF ELECTION OF DIRECTORS

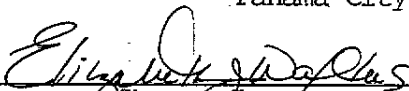
The manner in which the directors are elected or appointed is:

Officers elected annually pursuant to the By-laws.

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Elizabeth J. Walters
Burke & Blue, P.A.
Post Office Box 70
Panama City, FL 32401



Signature/Incorporator

March 4, 1999

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for this corporation at the place designated in these articles of incorporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature/Registered Agent

3-4-99

Date

FILED
 1920
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Most Excellent W. L. Carter Grand High Priest.
 Right Excellent John H. Hall Deputy Grand High Priest.
 Right Excellent John H. Hall Grand King.
 Right Excellent W. H. Kishpaugh Grand Scribe.

To All Whom These Presents May Concern—Greeting:

Whereas, It hath been duly represented to us, that at, and in the vicinity of Panama City in Bay County, State of Florida, U. S. A., there reside a number of Royal Arch Masons who are desirous of associating together, agreeably to the Constitutions of Royal Arch Masonry, and it appearing to us to be for the increase and promotion of Royal Arch Masonry that the said Companions should be encouraged and properly enabled to proceed and work as heretofore they have been accustomed.

Now, Therefore, Know Ye, That we, the said Grand High Priest, Deputy Grand High Priest, Grand King and Grand Scribe of the Most Excellent Grand Chapter of Royal Arch Masons of the State of Florida, and the Masonic Jurisdiction thereunto belonging or appertaining, by and with the consent and approbation of said Grand Chapter, as appears of record therein, do hereby appoint and constitute

Companion Flavel M. Kinnison Campbell To Be Most Excellent High Priest.
 Companion James L. Pennington To Be Excellent King.
 Companion William Gibson Rowe To Be Excellent Scribe.

together with all such other regular Royal Arch Masons as are now, or may hereafter become, members thereof, a regularly warranted or chartered Chapter of Royal Arch Masons, according to the old Constitutions and the Constitution and Laws of said Grand Chapter of Florida, by the name, title and designation of

Bay County Royal Arch Chapter, No. 39

And we hereby require and ordain that all regular Chapters throughout the world, receive, acknowledge and respect them, and their regular successors as such; hereby granting and committing to them and their successors, full power and authority to open and hold a Regular Chapter of Royal Arch Masons, and, by virtue of these presents, to confer the degrees of Mark Master, Past Master, Most Excellent Master and Royal Arch Mason, according to the known and established customs and practices of Capital Masonry, and no otherwise; and to elect and choose annually their successors in office and other officers, according to law; and, also, to exact from their members such contributions as they shall adjudge necessary for the support of their Chapter, the relief of their companions in distress and fees to the Grand Chapter, found agreeably to the laws of said Grand Chapter recommending to the companions aforesaid to reverence and obey their superiors in all things lawful and honest, as becomes the honor and harmony of Masons, and to have properly recorded all their acts and doings, proper to be written, from time to time; and to be ever faithful, dutiful and loyal to their Chapter and the authority under which the same are constituted; and all which, by acceptance hereof and organization hereunder, they are holden and engaged to do. And the companions aforesaid, by accepting hereof, do acknowledge and recognize, for themselves and their successors, the said Grand Chapter of Florida and its authority, as its superior, and its laws and mandates thereof.

In witness whereof, We have herein prefixed our names, and caused the Grand Chapter to subscribe his name and affix the seal of our said Grand Chapter.

Witness our hands and seals, at Tallahassee, State of Florida, this 19th day of May, Anno Domini 1920, Anno Iny. 2450.

W. L. Carter GRAND SECRETARY
 I HEREBY CERTIFY THAT THIS INSTRUMENT IS A TRUE AND CORRECT COPY OF THE ORIGINAL INSTRUMENT