

TO: **NA90000042310**  
DEPT. OF STATE

I PREPARED THE PAPERS FOR  
PENSACOLA ELK'S LODGE 497.

DURING YOUR PROCESSING OF THE  
PAPERS IF ANY QUESTIONS ARE  
REQUIRED, PLEASE CONTACT ME AT.

OFFICE (DAYTIME) 850-494-0423  
PAGER 850-857-2714

THANKS

Charles A. Nell  
CHAIRMAN TRUSTEES

7206 Tippin Ave  
Pensacola, FL 32504

FILED  
99 APR 12 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF  
PENSACOLA LODGE No. 497  
BENEVOLENT AND PROTECTIVE ORDER OF ELKS  
OF THE UNITED STATES OF AMERICA, INC.

99 APR 12 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, have this 3rd day of June, 1997, voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, and we hereby certify:

FIRST: That the name of said non-profit Corporation shall be Pensacola Lodge No. 497, Benevolent and Protective Order of Elks of the United States of America, Inc."

SECOND: That the purposes for which said Corporation is formed are:

(a) The primary purpose for which this Corporation is formed is to inculcate the principles of Charity, Justice, Brotherly Love and Fidelity; to promote the welfare and enhance the happiness of its members; to quicken the spirit of American patriotism; to cultivate good fellowship and to perpetuate itself as a fraternal organization.

(b) Other purposes for which this Corporation is formed are: to do all the acts and things, and business and businesses in any manner connected with the objects or purposes or powers of the corporation, or necessary, incidental, convenient or auxiliary thereto, calculated directly or indirectly to promote the interests, objectives, and ideals of the organization, and in addition, to have and exercise all rights, powers and privileges now or hereafter belonging to or conferred upon non-profit corporations existing under the laws of the State of Florida.

(c) The foregoing statement of purpose or purposes shall be construed as a statement of both purpose and powers and the purposes and powers in each clause shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of provisions of any other clause, but shall be regarded as independent purposes and powers.

THIRD: This Corporation is organized exclusively as a fraternal organization, as a non-profit corporation, and its activities shall be conducted for the aforesaid purposes in such manner that no part of its net

earnings will inure to the benefit of any member, Director, Trustee, Officer or individual.

FOURTH: That said Corporation is organized pursuant to the General Non-profit Corporation Law and Florida Statute 617.

FIFTH: That the principal office for the transaction of business of the corporation is to be located at 890 Industrial Court, Pensacola, Florida 32505, and the mailing address is P.O. Box 11366, Pensacola, Florida 32524.

SIXTH: (a) The Officers, Directors and Trustees of this Corporation, their nominations, election or appointment, installation power and authority shall be in accordance with the provisions of the By-Laws of this Corporation.

(b) The governing body of this Corporation shall be its Board of Directors, which said Board of Directors shall consist of all the following: the Officers of the Corporation, who are entitled EXALTED RULER, ESTEEMED LEADING KNIGHT, ESTEEMED LOYAL KNIGHT, ESTEEMED LECTURING KNIGHT, and five (5) persons who shall bear the title of Trustee.

(c) The names and addresses of the persons who are to act in the capacity of Directors of this Corporation until the selection of their successors are as follows:

Sidney Jeff Clopton 802 Lakewood Road Pensacola, FL 32507	Clarence Galbreath 612 Sheppard Drive Pensacola, FL 32507	David J. Woollen 1860 Morningside Dr. Pensacola, FL 32503
Tom C. Rider 1857 Atwood Dr. Apt. #8A Pensacola, FL 32514	Richard J. Starling 7140 McAdam Ct. Pensacola, FL 32504	Richard W. Chavis 3779 Stoddard Road Pensacola, FL 32526
E. Cliff Sunday 3080 Creighton Rd. Pensacola, FL 32504	Ralph E. Metrano 3506 N. "S" St. Pensacola, FL 32505	Raymond F. Carroll 2811 W. Maxwell St. Pensacola, FL 32505
William O. Chavis, Jr. 909 Blue Springs Dr. Pensacola, FL 32505	Charles A. Nell 7206 Tippin Ave. Pensacola, FL 32504	

SEVENTH: That the By-Laws of said Corporation shall define the duties of the Directors, Officers and Trustees of the Corporation; that the manner of election and term of office of the Directors, Officers and Trustees of the Corporation shall be as set forth in the By-Laws of the Corporation; that the number of persons to serve in the capacity of Directors may be changed from time to time by the By-Laws of said Corporation, and that the Corporation is hereby granted authority to make and Code of By-Laws for its government, and to amend the same from time to time as provided in said By-Laws.

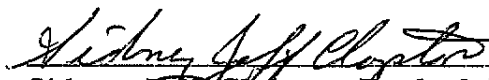
EIGHTH: The Corporation is organized with the permission of Grand Lodge of the Benevolent and Protective Order of Elks of the United States of America, and the business of the Corporation and all its acts, decisions and other actions of its Officers and members in carrying out its purpose and powers shall at all times conform with the provisions of the Grand Lodge Constitution and Statutes of the Order enacted pursuant thereto as well as the provisions of State law.

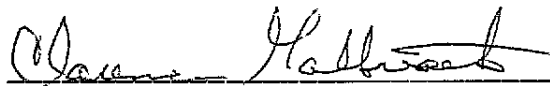
NINTH: In all matters relating to property, both real and personal, including but not limited to, purchase, sale, mortgage, hiring and leasing, the provisions of Section 16.050, Statutes of the Order relating to notice and required vote shall be fully complied with.

TENTH: The term of this Corporation shall be perpetual.

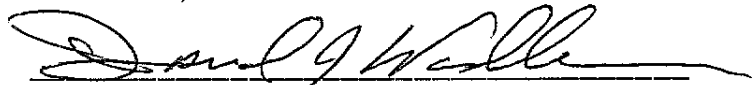
ELEVENTH: Upon liquidation, dissolution or winding up of the Corporation, the Corporation's property shall be subject to the provisions of Section 9.170 of the Law of the Order.

We, the undersigned, being the subscribers, incorporators, officers and trustees of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 4th day of June, 1997.

  
\_\_\_\_\_  
Sidney Jeff Clopton, Exalted Ruler  
802 Lakewood Road  
Pensacola, FL 32507-2438



Clarence Galbreath, Est. Leading Knight  
612 Sheppard Road  
Pensacola, FL 32507-3343



David J. Woollen, Est. Loyal Knight  
1860 Morningside Drive  
Pensacola, FL 32503-3320



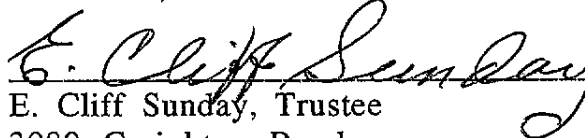
Tom C. Rider, Est. Lecturing Knight  
1857 Atwood Dr. #8A  
Pensacola, FL 32514-7512



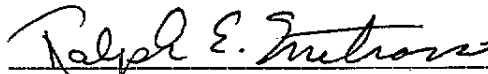
Richard J. Starling, Lodge Secretary  
7140 McAdam Court  
Pensacola, FL 32504-6533



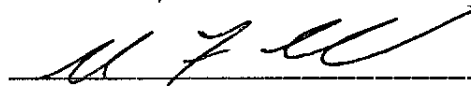
Richard W. Chavis, Lodge Treasurer  
3779 Stoddard Road  
Pensacola, FL 32526-8765



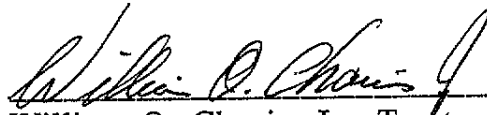
E. Cliff Sunday, Trustee  
3080 Creighton Road  
Pensacola, FL 32504-7405




Ralph E. Metrano, Trustee  
3506 North "S" Street  
Pensacola, FL 32505-4129



Raymond F. Carroll, Trustee  
2811 W. Maxwell Street  
Pensacola, FL 32505-5827

  
William O. Chavis, Jr., Trustee  
909 Blue Springs Drive  
Pensacola, FL 32505-2007

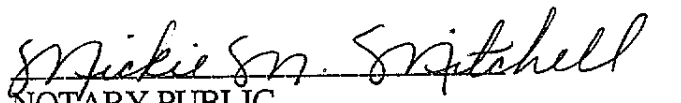
  
Charles A. Nell, Chairman of Trustees  
7206 Tippin Avenue  
Pensacola, FL 32504-6557

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared the Subscribers and Registered Agent, to me personally known to be the persons who executed the foregoing Articles of Incorporation and they acknowledged to and before me that they executed such instrument upon oath.

SWORN TO and subscribed before me this 4th day of June, 1997.


**MICKIE M. MITCHELL**  
"Notary Public State of FL"  
Comm. Exp. Jan. 11, 1999  
Comm No. CC 433086

  
NOTARY PUBLIC  
My Commission Expires: Jan 11, 1999

ACCEPTANCE BY REGISTERED AGENT

I CERTIFY THAT I am a permanent resident of Escambia County, Florida, doing business at the registered office at 890 Industrial Court, Pensacola, Florida 32505. I hereby accept the foregoing designation as Registered Agent..

Dated at Pensacola, Escambia County, Florida, on this 4th day of June, 1997.

  
REGISTERED AGENT  
Richard J. Starling

FILED  
APR 12 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FL