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W. STEWART GILMAN  
ATTORNEY AT LAW  
940 HIGHLAND AVENUE  
ORLANDO, FLORIDA 32803

W. STEWART GILMAN  
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TELEPHONE (407) 841-7772  
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July 9, 1999

Office of the Secretary of State  
State of Florida  
409 East Gaines Street  
Tallahassee, Fl. 32399

400002929934--0  
-07/13/99--01053--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

GENTLEMEN:

Please find enclosed the following:

1. In duplicate-- Articles of ANGLICAN PROVINCE FOUNDATION, INC.
2. In duplicate--Resident agent form duly executed
3. Check in the sum of \$78.75 as follows:

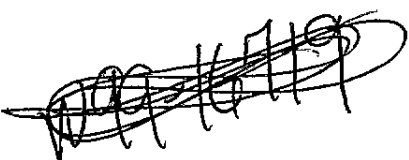
Filing Fee	\$35.00
Registered Agent	35.00
Certified Copy	<u>8.75</u>
TOTAL	\$ 78.75

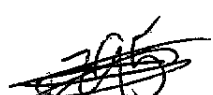
Please return the certified copy.

Very truly yours,  
W. STEWART GILMAN

By: 

W. Stewart Gilman





FILED  
99 AUG 10 AM 7:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 20, 1999

W. STEWART GILMAN, ESQ.  
940 HIGHLAND AVENUE  
ORLANDO, FL 32803

SUBJECT: ANGELICAN PROVINCE FOUNDATION, INC.  
Ref. Number: W99000016719

We have received your document for ANGELICAN PROVINCE FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 699A00037193

*Corrected*

ARTICLES OF INCORPORATION  
OF  
ANGLICAN PROVINCE FOUNDATION, INC.  
A NONPROFIT CORPORATION

FILED  
99 AUG 10 AM 7:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is ANGLICAN PROVINCE FOUNDATION, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized to act as a nonprofit corporation and organization. The corporation is organized to engage in, and act for exclusively religious, eleemosynary, charitable and education purposes within the meaning of § 501(c)(3) and § 170(c)(3) of the Internal Revenue Code, or the corresponding section of any United States Internal Revenue Law, with the primary purpose of aiding, strengthening, and furthering in every proper and useful way the work, programs and services of the Anglian Province of America, Inc., and the Diocese of the Eastern United States (Anglican Church, Inc.). In furtherance of these purposes it shall be authorized and empowered to solicit, receive, maintain, administer, invest, and reinvest, sell, hypothecate both real and personal as well as intangible properties which may become its properties, by will, donation, or otherwise. All such receipts, both principal and income and interest or dividend shall be used and expended exclusively for the purposes and programs of

the Province and Diocese herein designated.

Without limiting the generality of the foregoing, the principal purpose of the Foundation shall be to supplement, enhance, and enrich facilities, programs, activities and services of the Anglican Provinces and the Diocese of the Eastern United States (Anglican Church, Inc.).

No part of the earnings of the Foundations shall inure to the benefit of, or be distributable to its trustees, officers, directors or other private persons, except the foundations shall be authorized and empowered to pay reasonable compensation for service rendered in its behalf and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the foundation shall be the carrying on of programs of propaganda, or otherwise attempting to influence legislation; and the Foundation shall not participate in or intervene in (including the publication or distribution of statements) any political campaigns on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of the activities, the Foundation shall not carry on any other activities not permitted to be carried on (a) by a foundation exempt from Federal Income tax under § 501(c)(3) of the Internal Revenue Code, or the corresponding section of any United States Internal Revenue Law, (b) or by a Foundation, contributions to which are deductible under § 170(c)(3) of the Internal Revenue Code, or the corresponding section of any United States Internal Revenue Law.

#### ARTICLE IV - MEMBERSHIP

The Rules for Membership in this corporation shall be governed by the By-laws and the Notice requirements to the Members shall be governed by the By-laws.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is: 7200 North Wickham Road, Melbourne, Florida, 32940. The name of the initial registered agent of this corporation at that address is THE REVEREND CANON RUFUS B. KITE-POWELL.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have not less than three (3), nor more than five (5) Directors. The name and address of the initial Directors of this Corporation are:

THE MOST REVEREND WALTER H. GRUNDORF	3348 West S.R 426 OVIEDO, FLORIDA 32765
THE REVEREND CANON RUFUS B. KITE-POWELL	7200 N. WICKHAM ROAD MELBOURNE, FL. 32940
JOHN STILLMAN	205 AUGUSTA WAY MELBOURNE, FL. 32940

The method of election of Directors will be set forth, and governed by the by-laws of the corporation.

#### ARTICLE VII - INCORPORATORS AND INITIAL MEMBERS

The name and address of the persons signing these Articles of Incorporation and the initial Members of the corporation are:

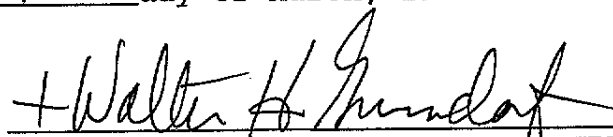
THE MOST REVEREND WALTER H. GRUNDORF	3348 WEST S.R. 426 OVIEDO, FLORIDA 32765
THE REVEREND CANON RUFUS B. KITE-POWELL	7200 N. WICKHAM ROAD MELBOURNE, FL. 32940

#### ARTICLE IX DISTRIBUTION ON DISSOLUTION

In the event of the dissolution of or liquidation of the

Foundation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Foundation, dispose of all assets of the Foundation exclusively to the Anglian Province of America, Inc, and the Diocese of the Eastern United States (Anglican Church, Inc.) and if such Province and/or Diocese are then in existence and qualified as exempt organizations under § 501(c)(3) and § 170(c)(3) of the Internal Revenue Code, or the corresponding section of any United States Internal Revenue Law. If both the Province and the Diocese shall have ceased to exist or are not then so qualified, then the assets shall be distributed to such organization or organizations then organized and operating solely for religious, eleemosynary, charitable and education purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, or the corresponding section of future provisions any United States Internal Revenue Law

EXECUTED this the 1<sup>st</sup> day of March, 1999.

  
THE MOST REVEREND, WALTER H. GRUNDORF

  
THE REVEREND CANON, RUFUS B. KITE-POWELL

STATE OF FLORIDA  
COUNTY OF ~~Orange~~ SEMINOLE

I hereby certify that on this day, before me an officer duly authorized in the State and County aforesaid to take

acknowledgments, personally appeared THE MOST REVEREND WALTER H. GRUNDORF to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

I relied upon the following form of Identification:

PERSONALLY KNOWN

WITNESS my hand and official Seal in the aforesaid County and State this the 1ST Day of March, 1999.



VIRGINIA L. MURRAY  
My Comm Exp. 6/30/2001  
Bonded By Service Ins  
No. CC659883  
[ ] Personally Known [ ] Other I.D.

Virginia L. Murray  
NOTARY PUBLIC  
State of Florida at Large

STATE OF FLORIDA  
COUNTY OF SEMINOLE

I hereby certify that on this day, before me an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared THE REVEREND CANON RUFUS B. KITE-POWELL to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

I relied upon the following form of Identification:

PERSONALLY KNOWN

WITNESS my hand and official Seal in the aforesaid County and State this the 1ST Day of March, 1999.



VIRGINIA L. MURRAY  
My Comm Exp. 6/30/2001  
Bonded By Service Ins  
No. CC659883  
[ ] Personally Known [ ] Other I.D.

Virginia L. Murray  
NOTARY PUBLIC  
State of Florida at Large

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

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In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said act:

FIRST --- That **ANGLICAN PROVINCE FOUNDATION, INC.** desiring  
to organize under the laws of the State of Florida, with it's  
principal registered office as indicated in the articles of  
incorporation at 7200 North Wickham Road, Melbourne, Florida,  
32940, has named **THE REVEREND CANON RUFUS B. KITE-POWELL** located  
at 7200 North Wickham Road, Melbourne, Florida, 32940, as it's  
agent to accept service of process within this state.

Having been named to accept service of process for the  
above stated corporation, at the place designated in this  
certificate, I hereby accept to act in this capacity, and agree to  
comply with said act relative to keeping said office open.

DATE 3/1/99

BY: Rufus B. Kite Powell  
RESIDENT AGENT

**FILED**  
99 AUG 10 AM 7:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA