

N900000 5804

BARLOW & BOHNE
Attorneys and Counsellors at Law
A Partnership Including Professional Associations

Melbourne

780 S. Apollo Blvd.
Suite 107

Melbourne, Florida 32901
Telephone: (407) 723-5121
Facsimile: (407) 984-5426

T. Mitchell Barlow, P.A.
Karl W. Bohne, Jr., P.A.

September 23, 1999

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

500002997505--4
-09/27/99--01094--002
****122.50 ****78.75

Re: ST. FRANCIS CENTER FOR RESTORATION, INC.

Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for "St. Francis Center for Restoration, Inc.". Also enclosed is our firm's check in the amount of \$122.50 to cover the filing fees. The breakdown of the filing fees on this corporation is as follows:

\$ 35.00	Filing fee
\$ 35.00	Certificate of designation of registered agent
<u>\$ 32.50</u>	Certified copy
\$122.50	

FILED
SEP 27 AM 10:22
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Kindly file the original Articles of Incorporation in your offices and return the copy to us.

Thank you for your attention to this matter. If you should have any questions, I would be pleased to hear from you.

Sincerely,

Kathleen A. Kessel

Kathleen A. Kessel
Secretary to T. M. Barlow

kk
Enclosures

T BROWN SEP 30 1999

ARTICLES OF INCORPORATION
OF
ST. FRANCIS CENTER FOR RESTORATION, INC.

FILED
99 SEP 27 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, who are residents of Brevard County, Florida and who are over the age of eighteen years, have this day voluntarily associated themselves for the purpose of forming a corporation not-for-profit and do hereby certify as follows:

ARTICLE I
Corporate Name

The name of the corporation is **ST. FRANCIS CENTER FOR RESTORATION, INC.**, hereinafter called the "Corporation".

ARTICLE II
Purposes and General Powers

A. This Corporation is formed primarily to foster and promote a religious healing ministry in Brevard County, Florida, which ministry will be oriented toward the spiritual, mental, and physical well-being of the members and others.

The purposes for which the Corporation are formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws including for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that code.

B. No part of the net earnings of the Corporation shall inure to benefit of any private shareholder or individual. No substantial part of the activities of the Corporation is carrying on propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in, including the publishing or distribution of statements, any political campaign on behalf of any candidate for public office.

C. The Corporation shall have the power to engage in any lawful act or activity for which corporations may be organized under the provisions of Chapter 617 of the Florida Statutes, within limitations of Section 501(c)(3) of the Internal Revenue Code of 1986; and paragraph A of this Article; and the Corporation shall have the power to own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property, in connection with the affairs of the Corporation.

ARTICLE IV Membership

The qualification for members and the manner of their admission shall be as regulated by the bylaws of the Corporation.

ARTICLE V Registered Agent

E. Walter Koenig, whose address is 2583 South Highway A1A, Melbourne Beach, Florida 32951, is hereby appointed the initial registered agent of the Corporation.

ARTICLE VI
Directors

The affairs of the Corporation shall be governed by a Board of Directors consisting of not less than three members. The number of directors may be changed by amendment of the bylaws of the Corporation. The directors shall be appointed or elected as provided in the bylaws. The names and addresses of the persons who are to act in the capacity of directors until their successors are elected are:

E. Walter Koenig, Jr.
2583 South Highway A1A
Melbourne Beach, FL 32951

Sharon F. Jones
333 Seabreeze Drive
Indialantic, FL 32903

Rene B. Koenig
2583 South Highway A1A
Melbourne Beach, FL 32951

Robert M. Bruckart
2327 St. Andrews Circle
Melbourne, FL 32901

Perry W. Collins
255 Paradise Blvd., #21
Indialantic, FL 32903

ARTICLE VII
Incorporators

The names and addresses of the persons forming the Corporation are as follows:

E. Walter Koenig, Jr.
2583 South Highway A1A
Melbourne Beach, FL 32951

Sharon F. Jones
333 Seabreeze Drive
Indialantic, FL 32903

Rene B. Koenig
2583 South Highway A1A
Melbourne Beach, FL 32951

Robert M. Bruckart
2327 St. Andrews Circle
Melbourne, FL 32901

Perry W. Collins
255 Paradise Blvd., #21
Indialantic, FL 32903

ARTICLE VIII

Officers

The only required officers shall be the President and the Secretary. The said officers shall have all powers granted to them in the bylaws. The President and the Secretary shall serve at the pleasure of the Board of Directors.

ARTICLE IX

Voting Rights

Every member of the Board of Directors shall be entitled to one vote on any matter coming before the Board of Directors as provided for in these Articles of Incorporation or the bylaws of the Corporation.

ARTICLE X

Amendments

Any amendment to these Articles of Incorporation shall require a vote of not less than three-fifths of the entire Board of Directors at a meeting at which such amendment is considered.

ARTICLE XI

Corporate Management

The day to day affairs of the Corporation will be managed by its President as provided in the bylaws. The President and the Secretary will be elected annually at the regular annual meeting of the Board of Directors. The names of the President and Secretary who will serve until the first election are:

President: E. Walter Koenig

Secretary: Sharon F. Jones

ARTICLE XII

Bylaws

The bylaws of the Corporation shall be adopted at the first meeting of the Board of Directors. Thereafter, the bylaws may be made, altered or rescinded by a vote of a majority of the Board of Directors at any regular or special meeting of the Board of Directors as provided in the bylaws.

ARTICLE XIII

Principal Office

The principal office of the Corporation is initially located at 2010 Oak Street, Melbourne Beach, Florida 32951.

ARTICLE XIV

Asset Distribution

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

IN WITNESS WHEREOF, for purposes of forming this Corporation under Chapter 617, Florida Statutes, we, the undersigned, constituting the incorporators of the

Corporation have executed these Articles of Incorporation this 21 day of
Sept, 1999.

E. Walter Koenig Jr.
E. Walter Koenig, Jr.

Rene B. Koenig
Rene B. Koenig

Perry W. Collins
Perry W. Collins

Sharon F. Jones
Sharon F. Jones

Robert M. Bruckart
Robert M. Bruckart

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

FILED
99 SEP 27 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That ST. FRANCIS CENTER FOR RESTORATION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 2010 Oak Street, Melbourne Beach, County of Brevard, State of Florida 32951, has named E. Walter Koenig, located at 2583 South Highway A1A, Melbourne Beach, County of Brevard, State of Florida 32951, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

E. Walter Koenig

E. Walter Koenig, Registered Agent