

THE EPISCOPAL CHURCH, THE RT.
REV. C. WALLIS OHL, ROBERT HICKS
FLOYD MCKNEELY, SHANNON SHIPP,
DAVID SKELTON, and WHIT SMITH

Plaintiffs

VS.

FRANKLIN SALAZAR, JO ANN PATTON,
WALTER VIRDEN, III, ROD BARBER, CHAD
BATES, THE RT. REV. JACK LEO IKER, JUDY
MAYO, JULIA SMEAD, THE REV. CHRISTOPHER
CANTRELL, THE REV. TIMOTHY PERKINS, and
THE REV. RYAN REED

Defendants/Counter-Defendants

THE ANGLICAN PROVINCE OF THE SOUTHERN
CONE'S "DIOCESE OF FORT WORTH"

Defendant/Third-Party Plaintiff/Counter-
Defendant

THE ANGLICAN PROVINCE OF THE SOUTHERN
CONE'S "CORPORATION OF THE EPISCOPAL
DIOCESE OF FORT WORTH"

Intervenor/Third-Party Plaintiff/
Defendant/Counter-Defendant

ST. ANTHONY OF PADUA CHURCH (Alvarado),
ST. ALBAN'S CHURCH (Arlington), ST. MARK'S
CHURCH (Arlington), CHURCH OF ST. PETER and
ST. PAUL (Arlington), CHURCH OF ST. PHILIP
THE APOSTLE (Arlington), ST. VINCENT'S
CATHEDRAL (Bedford), ST. PATRICK'S CHURCH
(Bowie), ST. ANDREW'S CHURCH (Breckenridge),
GOOD SHEPHERD CHURCH (Brownwood), ST.
JOHN'S CHURCH (Brownwood), CHURCH OF ST.
JOHN THE DIVINE (Burkburnett), HOLY
COMFORTER CHURCH (Cleburne), ST.
MATTHEW'S CHURCH (Comanche), TRINITY
CHURCH (Dublin), HOLY TRINITY CHURCH
(Eastland), CHRIST THE KING CHURCH (Fort
Worth), HOLY APOSTLES CHURCH (Fort Worth),
IGLESIA SAN JUAN APOSTOL (Fort Worth),

IN THE DISTRICT COURT OF

TARRANT COUNTY, TEXAS

141ST DISTRICT COURT

IGLESIA SAN MIGUEL (Fort Worth), ST.)
ANDREW'S CHURCH (Fort Worth), ST. ANNE'S)
CHURCH (Fort Worth), CHURCH OF ST.)
BARNABAS THE APOSTLE (Fort Worth), ST.)
JOHN'S CHURCH (Fort Worth), ST. MICHAEL'S)
CHURCH (Richland Hills), CHURCH OF ST. SIMON)
OF CYRENE (Fort Worth), ST. TIMOTHY'S)
CHURCH (Fort Worth), ST. PAUL'S CHURCH)
(Gainesville), GOOD SHEPHERD CHURCH)
(Granbury), CHURCH OF THE HOLY SPIRIT)
(Graham), ST. ANDREW'S CHURCH (Grand)
Prairie), ST. JOSEPH'S CHURCH (Grand Prairie), ST.)
LAURENCE'S CHURCH (Southlake), ST. MARY'S)
CHURCH (Hamilton), TRINITY CHURCH)
(Henrietta), ST. MARY'S CHURCH (Hillsboro), ST.)
ALBAN'S CHURCH (Hubbard), ST. STEPHEN'S)
CHURCH (Hurst), CHURCH OF ST. THOMAS THE)
APOSTLE (Jacksboro), CHURCH OF OUR LADY)
OF THE LAKE (Laguna Park), ST. GREGORY'S)
CHURCH) (Mansfield), ST. LUKE'S CHURCH)
(Mineral Wells), CHURCH OF ST. PETER BY THE)
LAKE (Graford), ALL SAINT'S CHURCH)
(Weatherford), ALL SAINT'S CHURCH (Wichita)
Falls), CHURCH OF THE GOOD SHEPHERD)
(Wichita Falls), CHURCH OF ST. FRANCIS OF)
ASSISI (Willow Park), and CHURCH OF THE)
ASCENSION & ST. MARK (Bridgeport))

Intervenors/Third-Party Plaintiffs/
Defendants/Counter-Defendants)

VS.)

MARGARET MIEULI, ANNE T. BASS, WALT)
CABE, THE REV. CHRISTOPHER JAMBOR, THE)
REV. FREDERICK BARBER, THE REV. DAVID)
MADISON, ROBERT M. BASS, CHERIE SHIPP,)
DR. TRACE WORRELL, THE REV. JAMES)
HAZEL, THE REV. JOHN STANLEY, THE RT.)
REV. EDWIN F. GULICK, JR. and KATHLEEN)
WELLS,)

Third-Party Defendants/Counterclaimants)

THE EPISCOPAL CHURCH,)

Third-Party Defendant)

AFFIDAVIT OF JONATHAN NELSON IN SUPPORT OF EPISCOPAL PARTIES'
MOTION FOR PARTIAL SUMMARY JUDGMENT

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

BEFORE ME THE UNDERSIGNED AUTHORITY, on this day personally appeared JONATHAN NELSON, who, being by me personally sworn, upon his oath stated:

1. My name is Jonathan Nelson. I am over eighteen years of age, of sound mind, and fully capable and competent to make this Affidavit. I have personal knowledge of the facts stated herein, and all facts stated herein are true and correct.

2. I was counsel of record for the Corporation of the Episcopal Diocese of Fort Worth (the "Corporation") in its 1994 lawsuit styled *Corp. of the Episcopal Diocese of Fort Worth v. McCauley*, Cause No. 153-144833-92 in the 153rd Judicial District Court of Tarrant County, Texas. As a result of my role as counsel in the case, I have personal knowledge of the proceedings and outcome of the case.

3. The 1994 lawsuit resulted in a settlement by which the Corporation recovered the real and personal property of the Church of the Holy Apostles for that parish, the Corporation, and the Episcopal Diocese of Fort Worth.

4. Attached hereto as Exhibit 1 is a true and correct certified copy of Plaintiffs' Second Amended Original Petition and Application for Temporary Injunction and Permanent Injunction, filed in *Corp. of the Episcopal Diocese of Fort Worth v. McCauley*, as certified by the District Clerk of Tarrant County, Texas.

5. Attached hereto as Exhibit 2 is a true and correct certified copy of Plaintiffs' Motion for Summary Judgment, filed in *Corp. of the Episcopal Diocese of Fort Worth v. McCauley*, including the Affidavit of Bishop Jack Iker and the Affidavit of Reverend Canon

Billie Boyd (dated November 19, 1993), as certified by the District Clerk of Tarrant County, Texas.

6. Attached hereto as Exhibit 3 is a true and correct certified copy of Plaintiffs' Second Supplemental Evidence in Support of Their Motion for Summary Judgment, including the Affidavit of Reverend Canon Billie Boyd (dated February 11, 1994) and the Affidavit of The Reverend Canon Charles A. Hough, III, filed in *Corp. of the Episcopal Diocese of Fort Worth v. McCauley*, as certified by the District Clerk of Tarrant County, Texas.

7. Attached hereto as Exhibit 4 is a true and correct certified copy of the Affidavit of The Rt. Rev. William C. Wantland, filed in *Corp. of the Episcopal Diocese of Fort Worth v. McCauley*, as certified by the District Clerk of Tarrant County, Texas.

8. Attached hereto as Exhibit 5 is a true and correct copy of the certified copy of the Brief of *Amici Curiae* Rt. Rev. Jack Leo Iker, Bishop of the Episcopal Diocese of Fort Worth, and Rt. Rev. Robert Duncan, Bishop of the Episcopal Diocese of Pittsburgh in Support of Samuel L. Edwards and the Wardens and Vestry of Christ Church, St. John's Parish, Accokeek, Maryland Supporting a Reversal of the Court's Judgment, filed in *Dixon v. Edwards*, No. 01-2337 in the United States Court of Appeals for the Fourth Circuit, that was certified by the Clerk of the United States Court of Appeals for the Fourth Circuit and was previously filed in this case on September 3, 2009.

9. Attached hereto as Exhibit 6 is a true and correct copy of the certified copy of Plaintiffs' Original Petition, filed in *The Episcopal Diocese of Dallas v. Mattox*, No. 84-8573 in the 95th Judicial District Court of Dallas County, Texas, that was certified by the District Clerk of Dallas County, Texas and was previously filed in this case on September 3, 2009.

10. Attached hereto as Exhibit 7 is a true and correct copy of the certified copy of the Judgment in *The Episcopal Diocese of Dallas v. Mattox*, No. 84-8573 in the 95th Judicial District Court of Dallas County, Texas, that was certified by the District Clerk of Dallas County, Texas and was previously filed in this case on September 3, 2009.

11. Attached hereto as Exhibit 8 is a true and correct copy of the certified copy of the Articles of Incorporation of Corporation of the Episcopal Diocese of Fort Worth, as filed with the Texas Secretary of State on February 28, 1983, that was certified by the Office of the Secretary of State of Texas and was previously filed in this case on September 3, 2009.


12. Attached hereto as Exhibit 9 is a true and correct copy of the certified copy of the Articles of Amendment to the Articles of Incorporation of Corporation of the Episcopal Diocese of Fort Worth, as filed with the Texas Secretary of State on November 4, 1987, that was certified by the Office of the Secretary of State of Texas and was previously filed in this case on September 3, 2009.

13. Attached hereto as Exhibit 10 is a true and correct copy of the certified copy of the Articles of Amendment to the Articles of Incorporation of Corporation of the Episcopal Diocese of Fort Worth, as filed with the Texas Secretary of State on November 27, 1991, that was certified by the Office of the Secretary of State of Texas and was previously filed in this case on September 3, 2009.


14. Attached hereto as Exhibit 11 is a true and correct copy of the certified copy of the Amended and Restated Articles of Incorporation of Corporation of the Episcopal Diocese of Fort Worth, as filed with the Texas Secretary of State on September 5, 2006, that was certified by the Office of the Secretary of State of Texas and was previously filed in this case on September 3, 2009.

15. Attached hereto as Exhibit 12 is a true and correct copy of the certified copy of the Amended and Restated Articles of Incorporation of Corporation of the Episcopal Diocese of Fort Worth, as filed with the Texas Secretary of State on April 14, 2009, that was certified by the Office of the Secretary of State of Texas and was previously filed in this case on September 3, 2009.

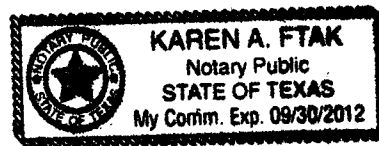
16. Attached hereto as Exhibit 13 is a true and correct copy of the certified copy of the Certificate of Correction, as filed with the Texas Secretary of State on April 21, 2009, that was certified by the Office of the Secretary of State of Texas and was previously filed in this case on September 3, 2009.


Jonathan Nelson

SUBSCRIBED AND SWORN TO BEFORE ME this 14 day of October, 2010.


Notary Public, State of Texas

My commission expires:



CORPORATION OF THE EPISCOPAL	§	IN THE DISTRICT COURT
DIOCESE OF FORT WORTH,	§	
CHURCH OF THE HOLY APOSTLES	§	
	§	
VS.	§	TARRANT COUNTY, TEXAS
	§	
THE REVEREND M.L. MCCAULEY,	§	
SOMETIME RECTOR AND CHAIRMAN	§	
OF THE VESTRY OF CHURCH OF	§	
THE HOLY APOSTLES; ALBON	§	
HEAD, SOMETIME SENIOR WARDEN	§	
AND STEVE BLACKMAN, SOMETIME	§	
JUNIOR WARDEN OF CHURCH OF	§	
THE HOLY APOSTLES; HORACE	§	
BOOTH, HOMER COX, BECKY	§	
HEAD, ROBERT MILLER, ROBERT	§	
PALMER, JEAN RICHARDSON,	§	
DON SHIPE, PAUL SNELL,	§	
AND JAMES CHARBONNET, SOMETIME	§	
MEMBER OF THE VESTRY OF CHURCH	§	
OF THE HOLY APOSTLES; AND THE	§	
SCHISMATIC AND PURPORTED CHURCH	§	
OF THE HOLY APOSTLES	§	153RD JUDICIAL DISTRICT

**PLAINTIFFS' SECOND AMENDED ORIGINAL PETITION AND APPLICATION
FOR TEMPORARY INJUNCTION AND PERMANENT INJUNCTION**

TO THE HONORABLE JUDGE OF SAID COURT:

NOW COMES the CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH and CHURCH OF THE HOLY APOSTLES, Plaintiffs, complaining of The Reverend M. L. McCauley, Sometime Rector and Chairman of the Vestry of Church of the Holy Apostles; Albion Head, Sometime Senior Warden and Steve Blackman, Sometime Junior Warden of Church of the Holy Apostles; Horace Booth, Homer Cox, Becky Head, Robert Miller, Robert Palmer, Jean Richardson, Don Shipe, Paul Snell, and James Charbonnet, Sometime Members of the Vestry of Church of the Holy Apostles; and the Schismatic and Purported Church of the Holy Apostles, Defendants, and as grounds therefore would show the Court

PLAINTIFFS' FIRST AMENDED ORIGINAL PETITION AND APPLICATION FOR TEMPORARY INJUNCTION AND PERMANENT INJUNCTION - Page 1 of 16

HOLY/1-1A/PSL

THOMAS A. WILDER
 DISTRICT CLERK
 TARRANT COUNTY
 FILED
 FEB 15 1996

the following:

1. Plaintiff Corporation of the Episcopal Diocese of Fort Worth ("the Diocesan Corporation") is a not-for-profit corporation organized and doing business under the laws of the State of Texas with its principal office and place of business in Tarrant County, Texas. It holds legal title to properties used for religious purposes by parishes, missions and ecclesiastical institutions of the Episcopal Diocese of Fort Worth ("Diocese"). In particular, it holds legal title to certain real property used for religious purposes and beneficially owned by Church of the Holy Apostles lying and situated in Tarrant County, Texas, further described on Exhibit "A" attached hereto and hereby incorporated by reference for all purposes ("the Real Property").

2. Plaintiff Church of the Holy Apostles ("Holy Apostles") is an unincorporated association organized for religious purposes as a parish of the Episcopal Diocese of Fort Worth ("the Diocese"), with its principal office and place of business in Tarrant County, Texas. Holy Apostles acts through its Rector, Wardens and Vestry.

3. Defendant The Reverend M. L. McCauley, a resident of Tarrant County, Texas, was Rector and Chairman of the Vestry of Holy Apostles at all times relevant hereto until his inhibition on October 5, 1992, as described hereinbelow. He may be served at Holy Apostles, 3900 Longvue Avenue, Fort Worth, Tarrant County, Texas. The Vestry of Holy Apostles have the authority and responsibility for certain day-to-day conduct of the parish's

business which are granted to them by canon law.

4. Defendant Albon Head, a resident of Tarrant County, Texas, was Senior Warden and a member of the Vestry of Holy Apostles at all times relevant hereto until on or about October 4, 1992, as described hereinbelow. He may be served at 13,751 Old Weatherford Road, Aledo, Parker County, Texas.

5. Defendant Steve Blackman, a resident of Tarrant County, Texas, was Junior Warden and a member of the Vestry of Holy Apostles at all times relevant hereto until on or about October 4, 1992, as described hereinbelow. He may be served at 2012 Adams Lane South, Azle, Tarrant County, Texas.

6. The Vestry of Holy Apostles consisted of those named above and an additional ten members at all times relevant hereto, until on or about October 4, 1992, as described hereinbelow. Nine of said Vestry members, Defendants herein, are those now listed, who reside and may be served at the address in Tarrant County (unless otherwise stated) shown opposite each name:

1. Horace Booth, 106 Circle Dr., Weatherford, Parker County, TX 76087
2. Homer Cox, 464 Meadowhill Dr., Benbrook, TX 76126
3. Becky Head, 12 Bounty Rd. W., Fort Worth, TX 76132
4. Robert Miller, 2313 Harvest Glen Ct., Ft. Worth, TX 76108
5. Robert Palmer, 7 Frank Lane, Granbury, Hood County, TX 76049
6. Jean Richardson, 728 Winters, Fort Worth, TX 76114

7. Don Shipe, 3 Lombardy Terrace, Fort Worth, TX 76132
8. Paul Snell, 2229 Huntington, Fort Worth, TX 76110
9. James Charbonnet, 8034 Meadowbrook Dr., Fort Worth, TX
76120

7. The Schismatic and Purported Church of the Holy Apostles is an unincorporated association or not-for-profit corporation organized for religious purposes as a member of the Antiochean Orthodox Church. It is composed in part of some persons who have heretofore been parishioners of Episcopal Church of the Holy Apostles but have become members in the Antiochean Orthodox Church in accordance with action of the Sometime Vestry on or about October 4, 1992, as described hereinbelow, and subsequent acts described hereinbelow.

8. The Episcopal Diocese of Fort Worth is situated in all or parts of twenty-four counties in North Central Texas, including all of Tarrant County, Texas. It is a diocese of The Protestant Episcopal Church in the United States of America ("The Episcopal Church"), which is a confederation of dioceses situated primarily in the United States, but also in Latin America and Europe. The Bishops of The Episcopal Church are members of the Anglican Communion, which is composed of Bishops of the Church of England and numerous other Anglican churches world-wide. The Anglican Communion is itself in communion, reciprocally acknowledging validity of each others Orders and Sacraments, with certain other Anglican churches around the world. The Anglican Communion, the

Episcopal Church and the Episcopal Diocese of Fort Worth are not in communion with the various Orthodox Churches, including the Antiochean Orthodox Church. Consequently, no member of the Antiochean Orthodox Church is in communion with the Episcopal Bishop of Fort Worth.

9. The Episcopal Church, originating in the North American colonies as a part of the Church of England, is an historic Reformation church. It separated from the Roman Catholic Church in the sixteenth century but preserved catholic faith and order, including the Apostolic succession of its Bishops and the three-fold Orders of Bishops, Priests and Deacons. The Diocese is an hierarchial church, meaning: 1) each parish consists of members of The Episcopal Church confirmed in or transferred to that parish, who are in communion with the Bishop and the parish being in union with the diocesan convention; 2) each parish exists by virtue of its creation by the Bishop and the diocesan convention; 3) each parish is subject to the jurisdiction of the Bishop and the constitution of the diocese; 4) the government of the parish is subject to review and control of the Bishop and diocesan institutions in various important particulars, including the use of real property used for religious purposes, including those pursuant to Canon 30; 5) legal title to such real property is reposed in the Diocesan Corporation rather than in the parish; and 6) priests and deacons serving in the parish either are ordained pursuant to approval of diocesan bodies and the Bishop or, having been ordained

in another diocese of The Episcopal Church or other church with which the Diocese is in communion, may become canonically resident and serve in the Diocese as a priest or deacon only with the consent of the Bishop. Under the Constitution of the Diocese and under Canon law, no person may be a member of a parish who is not a member of The Episcopal Church, and no person may serve on the vestry of a parish who is not a member, canonically resident, in that parish. Further, no parish which is affiliated with the Antiochian Orthodox Church can be in union with the Convention of the Diocese.

10. Holy Apostles was initially organized as a non-self-supporting mission of the Diocese on June 12, 1964. Both the Diocese and All Saints' Church, a parish of the Diocese for many years, gave Holy Apostles financial assistance both for its operating budget and for the acquisition of real property on which to build a church. Such real property was sold on March 15, 1986 and the sale proceeds were used in acquisition of the Real Property described on Exhibit "A" on which the parish's improvement are presently located. The funds provided by the Diocese and by All Saints' Church were gifts to Holy Apostles, rather than loans, and were never repaid. Holy Apostles has also received financial assistance in the form of a loan from the Crump Fund for construction of improvements on the Real Property, said loan being made at a below-market interest rate of 2% per annum. The Crump Fund by its trust indenture may lend only to Episcopal parishes,

and such below-market loan conveyed a substantial benefit for which Holy Apostles would not qualify otherwise and used Crump moneys which would have otherwise been available to some other Episcopal parish. Holy Apostles was admitted to the diocesan convention as a parish on October 6, 1979.

11. Defendant McCauley shared with many other Episcopalians a deep dissatisfaction with the policies of The Episcopal Church but, unlike the leadership of the Diocese, he determined to leave The Episcopal Church rather than to work for its reform. He gradually acquired a Vestry uncanonically and unlawfully elected by plurality rather than majority vote, which assisted his enterprise. In early 1992, Defendant McCauley began a public campaign to lead parishioners of Holy Apostles into the Antiochean Orthodox Church. Efforts by the Bishop and by other members of the Diocese to dissuade Defendant McCauley and the unlawfully constituted Vestry, were unsuccessful. At the conclusion of two services on Sunday, October 4, 1992, the Senior Warden announced to the parishioners that at 7:00 that morning, the Vestry had unanimously voted to leave The Episcopal Church and to petition to affiliate with the Antiochean Orthodox Church. At one service on October 4, 1992, Defendant McCauley made such announcement. Defendants McCauley and eleven of the twelve members of the Vestry thereby abandoned the communion of The Episcopal Church and ceased to be qualified to serve as a priest or as a member of the Vestry under the Constitution and Canons of the Diocese and of The Episcopal Church

and canon law. Defendant McCauley has subsequently, on November 29, 1992, been reordained as a deacon, and the eleven vestry members and the members of the parish were chrismated as members of the Antiochean Orthodox Church on December 13, 1992.

12. On October 5, 1992, pursuant to canon law, the Bishop reported these events to the Standing Committee of the Diocese. The Standing Committee, having ascertained and considered the facts, determined by a vote of at least three-fourths of its members that Defendant McCauley had abandoned the communion of The Episcopal Church and of this Diocese. A copy of such determination by the Standing Committee is attached hereto as Exhibit "B" and is hereby incorporated by reference. The Bishop thereupon affirmed such determination by the Standing Committee and inhibited Defendant McCauley from officiating in the Diocese. A copy of such inhibition is attached hereto as Exhibit "C" and is hereby incorporated by reference. Upon such inhibition the office of the Rector of Holy Apostles became vacant, and the Bishop became Rector ex officio.

13. Having been informed that the unlawfully constituted Vestry of Holy Apostles had abandoned communion with The Episcopal Church, on October 5, 1992, the Bishop sorrowfully accepted and acquiesced in their abandonment of communion with him and thereupon pronounced each lay member of the Vestry excommunicate. The Bishop thereupon further pronounced that all vestry offices of Holy Apostles are vacant, since all members of the Vestry had abandoned

their qualification to hold such office under canon law. Subsequently it was learned that one member of the Vestry, Robert Rigdon had not participated in such actions, and the pronouncement of excommunication was ineffective as to him. Canonical procedure commenced to accept Defendant McCauley's abandonment of communion and to depose him as priest. Pending such proceeding, Defendant McCauley resigned his ministry as priest on November 26, 1992, which resignation was accepted on December 7, 1992.

14. On October 5, 1992, the Bishop called a special meeting of the parishioners of Holy Apostles for Sunday, October 11, 1992, to fill the vacancies on the Vestry and to call an interim Rector. At such election, Robert Rigdon, Ann Heinz, Helen Magnusson, Dave Huebner, Ivan Shadwick, and Charra Wright were elected to the Vestry and continue to serve as such. The Senior Warden is Robert Rigdon and the Junior Warden is George Komechek. Subsequently, at their yearly meeting on January 10, 1993, George Komechek, Ted Roe and Doris Boyd were also elected to the Vestry. The Rev. Canon James P. DeWolfe, Jr. has accepted a call as Interim Rector. Unless the Court grants injunctive relief, it will be necessary for the parishioners of Holy Apostles to meet at another location, which condition will continue for so long as they are deprived of the possession of the Real Property and the improvements, furnishings and fixtures thereto. It is commonly and normally the case that, where a local church are uprooted from their accustomed place of meeting, such disruption causes a loss of membership which

may never be fully repaired. Consequently, the denial to the loyal parishioners of Holy Apostles of the use of their real and personal property, will cause damages to Holy Apostles for which there is no adequate remedy at law, so that a temporary injunction should issue preventing interference by Defendants with the loyal parishioners' possession of the Real and other Property.

15. On October 5, 1992, demand was made on Defendants for uncontested possession of the Real Property and improvements of Holy Apostles. Such demand was refused.

16. Many of the loyal parishioners of Holy Apostles have pointed out their financial contributions and in addition the special, unique furnishings and fixtures given by them as memorials to Holy Apostles and have noted that it was never their intent that such gifts and memorials be converted to the use of the Antiochean Orthodox Church.

17. Those persons acting in concord with the Defendants have constituted themselves as the Schismatic and Purported Church of the Holy Apostles. Such persons are not members of the true Church of the Holy Apostles because they have joined the Antiochean Orthodox Church and thereby have abandoned communion with The Episcopal Church, and such Schismatic and Purported Holy Apostles is not in union with the Diocese, all as required by canon law. The Schismatic and Purported Church of the Holy Apostles is a new creation, having no relation to Holy Apostles and no right to its property.

18. In a hierarchical church structure, such as the Diocese, the civil courts should defer to the actions of the ecclesiastical authorities determining the identity of the loyal group of members, officers and clergy. Where a division occurs in a parish affiliated with the Diocese, and a dispute arises as to the ownership or control of the parish's property, the members entitled to ownership and control are those parishioners adhering to and sanctioned by the Diocese.

19. In addition to being the beneficial owner of the Real Property, Holy Apostles also owns improvements located thereon, together with furnishings and fixtures thereon, and in addition bank accounts and other funds, investments and assets, having a total value in excess of the minimum jurisdictional amount of this Court. In view of the calculated way in which Defendants have proceeded, Plaintiffs have reason to believe and do believe that Defendants may attempt to convey, assign or give title, possession or use of such real personal property and records to some person, corporation or entity other than Church of the Holy Apostles. The loyal and true parishioners of Holy Apostles will be deprived of their right to use and enjoy the Real Property, the unique memorials and other property of Holy Apostles. If Defendants do so convey, assign, spend or give away any or all of Holy Apostles' Real Property, or other assets or records, Plaintiffs and the loyal members of Holy Apostles have no adequate remedy at law.

20. Plaintiff seek declaration, pursuant to Section 37.01, et seq., Tex. Civ. Prac. & Rem. Code, that they are entitled to ownership and possession of the real and personal property sought in this case and for reasonable attorney's fees pursuant to the statute for bringing this action.

21. A temporary injunction should be issued, upon notice and hearing, temporarily enjoining the Defendants, their officers, agents, servants, employees and attorneys and those in active concert or participating with them from conveying, hypothecating, encumbering or otherwise clouding the title to the Real Property and all improvements and fixtures thereto; from removing, selling, assigning, damaging or in any way interfering with Plaintiffs' right to possession and use of the Real Property and the furnishings, fixtures and memorials pertaining to the Real Property; from withdrawing funds in all bank accounts, savings accounts, certificates of deposit, money market accounts and all other repositories for funds and from spending any funds already converted into cash or cash equivalent which were contributed originally or which contain funds originally contributed to Church of the Holy Apostles; from removing, damaging, destroying or in any other way interfering with the books, records, files and documents of all types belonging or in any way pertaining to Church of the Holy Apostles; and from purporting to exercise the authority and responsibility of any office of Church of the Holy Apostles. Upon trial on the merits, a permanent injunction should issue to the

same effect and, in addition, require Defendants to deliver to Plaintiffs the remainder of the personal property, funds, books, records and files and all other assets of Church of the Holy Apostles and to return to it all and any properties, funds, books, records, files and other assets previously removed from it by them.

22. As a result of the actions of the Defendants, Plaintiffs have incurred damages and should be entitled to recover from the Defendants damages in the form of reasonable rental recovery, the loss of use of the funds which were on hand when Plaintiffs were dispossessed of their property and other damages as may demonstrated at the time of trial, all of which Plaintiffs seek from Defendants in a sum in excess of the jurisdictional limits of the Court.


23. In the event of a trial on the merits and Defendants' remaining in possession of the property during the pendency of an appeal, Plaintiffs request that the Court appoint an individual to periodically inspect the real and personal property to insure that said property is properly maintained and protected. Should the Defendants fail to properly maintain and/or protect the property, Plaintiffs request that the Court retain the power and so order that Defendants either be dispossessed of the property and Plaintiffs be given possession or, in the alternative, that Defendants make the necessary repairs or maintenance within a reasonable amount of time; that the Court further retain the power and so order that should such repairs or maintenance not be made

that Defendants shall be liable for all costs of the maintenance and/or repairs and that they be dispossessed and that Plaintiffs be given possession.


WHEREFORE, PREMISES CONSIDERED, Plaintiffs pray that, upon notice, the Court hear this cause upon Plaintiffs' application for temporary injunction and that, upon such hearing, the Court issue its temporary injunction enjoining Defendants, their officers, agents, servants, employees and attorneys and those in active concert or participating with them from conveying, hypothecating, or otherwise clouding the title to the Real Property and all improvements and fixtures thereto; from removing, selling, assigning, damaging or in any way interfering with Plaintiffs' right to possession and use of the Real Property and the furnishings, fixtures and memorial pertaining to the Real Property; from purporting to exercise the authority and responsibility of any office of Church of the Holy Apostles; to deliver to Plaintiff all funds in all bank accounts, savings accounts, certificates of deposit, money market accounts and all other repositories for funds and all funds already converted into cash or cash equivalent which were contributed originally or which contain funds originally contributed to Church of the Holy Apostles; to deliver all books, records, files and documents of all types belonging or in any way pertaining to Church of the Holy Apostles; and to return to Plaintiffs all such properties, funds, books, records, files and other assets of Church of the Holy Apostles previously removed from

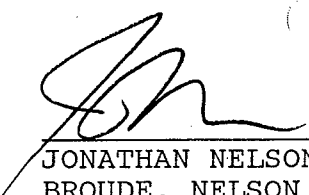
it by them; that upon trial on the merits, a permanent injunction for issue to the same effect and, in addition, require Defendants to deliver to Plaintiffs the remainder of the personal property, funds, books, records and files and all other assets of Church of the Holy Apostles and to return to it all and any properties, funds, books, records, files and other assets previously removed from it by them, for a declaration, pursuant to Section 37.01, et seq., Tex. Civ. Prac. & Rem. Code that Plaintiffs are entitled to the property, both real and personal, and other assets, for damages, reasonable attorney's fees, prejudgment and post-judgment interest as provided by law, for costs of courts and such other relief to which Plaintiffs may show themselves justly entitled.

Respectfully submitted,


N. MICHAEL KENSEL # 11316000
FERRARA & KENSEL
217 Overton Park Bank Building
4200 South Hulen Street
Fort Worth, TX 76109
(817) 738-7000
(817) 738-3344 (FAX)

ATTORNEY FOR PLAINTIFF
CORPORATION OF THE EPISCOPAL DIOCESE
OF FORT WORTH

A CERTIFIED COPY
ATTEST. 10/18/10
THOMAS A. WILDER
DISTRICT CLERK
TARRANT COUNTY, TEXAS
BY: 
CAMERON WARDLOW



JONATHAN NELSON - # 14900700
BROUDE, NELSON & HARRINGTON, P.C.
1000 Commerce Bldg.
307 West Seventh Street
Fort Worth, TX 76102
(817) 335-1615
(817) 335-1603 (FAX)

ATTORNEYS FOR PLAINTIFF
CHURCH OF THE HOLY APOSTLES

CERTIFICATE OF SERVICE

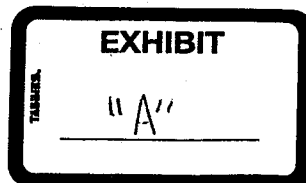
This is to certify that a true and correct copy of the above and foregoing document was forwarded to all counsel of record on this the 15th day of February, 1995.



JONATHAN NELSON

Lot 2-R, Block 1, Kin Acres, Addition to the City of Fort Worth, Tarrant County, Texas being a revision of Lots 3, 8, 4, a portion of Lots 2, 5, 6, 8, 9, 10, 11 and Block 12, Block 1 and a portion of Lots 1, 2 and 3, Block 2, Kin Acres Addition as Recorded in Vol. 388-5, page 79, Deed Records, Tarrant County, Texas and a part of the Nancy Casteal Survey, Abstract #349 and a portion of Eura Street adjacent to Blocks 1, 8, 2.

H:\DOCS\UR\GR\132041001\132505.1



A998

STANDING COMMITTEE

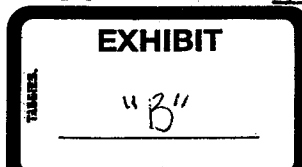
WE, THE UNDERSIGNED MEMBERS OF THE STANDING COMMITTEE OF THE EPISCOPAL DIOCESE OF FORT WORTH, FIND THAT THE REV. M.L. MCCAULEY OF THIS DIOCESE HAS OPENLY RENOUNCED THE DOCTRINE, DISCIPLINE, AND WORSHIP OF THIS CHURCH BY ATTEMPTING TO TAKE HIMSELF AND THE PEOPLE AND PROPERTY OF HOLY APOSTLES EPISCOPAL CHURCH TO THE JURISDICTION OF THE ANTIOCHIAN ORTHODOX CHRISTIAN ARCHDIOCESE OF NORTH AMERICA, A RELIGIOUS BODY NOT IN COMMUNION WITH THE EPISCOPAL CHURCH. AFFIDAVITS HAVE BEEN PRESENTED TO US ON THE ACTIONS OF THE REV. M.L. MCCAULEY AND THE VESTRY OF HOLY APOSTLES ON SUNDAY, 4 OCTOBER 1992, ABANDONING THE COMMUNION OF THIS CHURCH AND ON OTHER RELATED ACTIONS AT DIFFERENT TIMES BY THE REV. M.L. MCCAULEY, WHO IS A PRESBYTER CANONICALLY RESIDENT IN THIS DIOCESE. UNDER NATIONAL CANON IV. 10. WE RECOMMEND THAT OUR BISHOP INHIBIT THE REV. M.L. MCCAULEY FROM OFFICIATING, AFTER AFFIRMING OUR DETERMINATION.

DATED THIS 5TH DAY OF OCTOBER, 1992.

Chas. H. Hays

G. W. Kleberman

Robert D. Patton



A999

Michael L. Bach

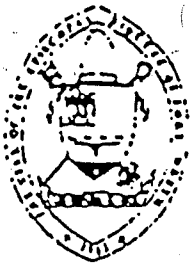
THE STATE OF TEXAS)
COUNTY OF TARRANT)

BEFORE ME, THE UNDERSIGNED AUTHORITY, THIS DAY PERSONALLY APPEARED THE ABOVE NAMED PERSONS _____ KNOWN TO ME TO BE THE PERSONS WHOSE NAMES ARE SUBSCRIBED TO THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO ME THAT THEY EXECUTED THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

GIVEN UNDER MY HAND AND SEAL OF OFFICE THIS 5th DAY OF October 1992.

[Signature]
NOTARY PUBLIC IN AND FOR TARRANT COUNTY, TEXAS

MY COMMISSION EXPIRES
2-25-95



THE EPISCOPAL DIOCESE OF FORT WORTH

October 5, 1992

Rev. M. L. McCauley
Holy Apostles
3900 Longvue Avenue
Fort Worth, TX 76126

Dear Father McCauley:

Under National Canon IV. 10, you are inhibited for six months from officiating. Attached to this letter is a copy of the Standing Committee's action. Unless you within six months retract the acts charged or declare that the facts alleged in the certificate are false, a sentence of deposition from the ministry will be imposed.

Faithfully yours,

Bishop of Fort Worth



the following facts.

I.

FACTS

1. The Episcopal Diocese of Fort Worth is situated in all or parts of twenty-four counties in North Central Texas, including all of Tarrant County, Texas. It is a diocese of The Protestant Episcopal Church in the United States of America ("The Episcopal Church"), which is a confederation of dioceses situated primarily in the United States, but also in Latin America and Europe. The Bishops of The Episcopal Church are members of the Anglican Communion, which is composed of Bishops of the Church of England and numerous other Anglican churches world-wide. The Anglican Communion is itself in communion, reciprocally acknowledging validity of each others Orders and Sacraments, with certain other Anglican churches around the world. The Anglican Communion, the Episcopal Church and the Episcopal Diocese of Fort Worth are not in communion with the various Orthodox Churches, including the Antiochean Orthodox Church. Consequently, no member of the Antiochean Orthodox Church is in communion with the Episcopal Bishop of Fort Worth.

2. The Episcopal Church, originating in the North American colonies as a part of the Church of England, is an historic Reformation church. It separated from the Roman Catholic Church in the sixteenth century but preserved catholic faith and order, including the Apostolic succession of its Bishops and the three-

fold Orders of Bishops, Priests and Deacons. The Diocese is an hierarchial church, meaning: 1) each parish consists of members of The Episcopal Church confirmed in or transferred to that parish, who are in communion with the Bishop and the parish being in union with the diocesan convention; 2) each parish exists by virtue of its creation by the Bishop and the diocesan convention; 3) each parish is subject to the jurisdiction of the Bishop and the constitution of the diocese; 4) the government of the parish is subject to review and control of the Bishop and diocesan institutions in various important particulars, including the use of real property used for religious purposes, including those pursuant to Canon 30; 5) legal title to such real property is reposed in the Diocesan Corporation rather than in the parish; and 6) priests and deacons serving in the parish either are ordained pursuant to approval of diocesan bodies and the Bishop or, having been ordained in another diocese of The Episcopal Church or other church with which the Diocese is in communion, may become canonically resident and serve in the Diocese as a priest or deacon only with the consent of the Bishop. Under the Constitution of the Diocese and under Canon law, no person may be a member of a parish who is not a member of The Episcopal Church, and no person may serve on the vestry of a parish who is not a member, canonically resident, in that parish. Further, no parish which is affiliated with the Antiochean Orthodox Church can be in union with the Convention of the Diocese.

3. Holy Apostles was initially organized as a non-self-supporting mission of the Diocese on June 12, 1964. Both the Diocese and All Saints' Church, a parish of the Diocese for many years, gave Holy Apostles financial assistance both for its operating budget and for the acquisition of real property on which to build a church. The funds provided by the Diocese and by All Saints' Church were gifts to Holy Apostles, rather than loans, and were never repaid. Holy Apostles has also received financial assistance in the form of a loan from the Crump Fund for construction of improvements on the Real Property, said loan being made at a below-market interest rate of 2% per annum. The Crump Fund by its trust indenture may lend only to Episcopal parishes, and such below-market loan conveyed a substantial benefit for which Holy Apostles would not qualify otherwise and used Crump moneys which would have otherwise been available to some other Episcopal parish. Holy Apostles was admitted to the diocesan convention as a parish on October 6, 1979.

4. Defendant McCauley gradually acquired a Vestry uncanonically and unlawfully elected by plurality rather than majority vote, which assisted his enterprise. In early 1992, Defendant McCauley began a public campaign to lead parishioners of Holy Apostles into the Antiochean Orthodox Church. Efforts by the Bishop and by other members of the Diocese to dissuade Defendant McCauley and the unlawfully constituted Vestry, were unsuccessful. At the conclusion of two services on Sunday, October 4, 1992, the

Senior Warden announced to the parishioners that at 7:00 that morning, the Vestry had unanimously voted to leave The Episcopal Church and to petition to affiliate with the Antiochean Orthodox Church. At one service on October 4, 1992, Defendant McCauley made such announcement. Defendants McCauley and eleven of the twelve members of the Vestry thereby abandoned the communion of The Episcopal Church and ceased to be qualified to serve as a priest or as a member of the Vestry under the Constitution and Canons of the Diocese and of The Episcopal Church and canon law. Defendant McCauley has subsequently, on November 29, 1992, been reordained as a deacon, and the eleven vestry members and the members of the parish were chrismated as members of the Antiochean Orthodox Church on December 13, 1992.

5. On October 5, 1992, pursuant to canon law, the Bishop reported these events to the Standing Committee of the Diocese. The Standing Committee, having ascertained and considered the facts, determined by a vote of at least three-fourths of its members that Defendant McCauley had abandoned the communion of The Episcopal Church and of this Diocese. The Bishop thereupon affirmed such determination by the Standing Committee and inhibited Defendant McCauley from officiating in the Diocese. Upon such inhibition the office of the Rector of Holy Apostles became vacant, and the Bishop became Rector ex officio.

6. Having been informed that the unlawfully constituted Vestry of Holy Apostles had abandoned communion with The Episcopal

Church, on October 5, 1992, the Bishop sorrowfully accepted and acquiesced in their abandonment of communion with him and thereupon pronounced each lay member of the Vestry excommunicate. The Bishop thereupon further pronounced that all vestry offices of Holy Apostles are vacant, since all members of the Vestry had abandoned their qualification to hold such office under canon law. Subsequently it was learned that one member of the Vestry, Robert Rigdon had not participated in such actions, and the pronouncement of excommunication was ineffective as to him. Canonical procedure commenced to accept Defendant McCauley's abandonment of communion and to depose him as priest. Pending such proceeding, Defendant McCauley resigned his ministry as priest on November 26, 1992, which resignation was accepted on December 7, 1992.

7. On October 5, 1992, the Bishop called a special meeting of the parishioners of Holy Apostles for Sunday, October 11, 1992, to fill the vacancies on the Vestry and to call an interim Rector. At such election, Robert Rigdon, Ann Heinz, Helen Magnusson, Dave Huebner, Ivan Shadwick, and Charra Wright were elected to the Vestry and continue to serve as such. The Senior Warden is Robert Rigdon and the Junior Warden is George Komechek. Subsequently, at their yearly meeting on January 10, 1993, George Komechek, Ted Roe and Doris Boyd were also elected to the Vestry. The Rev. Canon James P. DeWolfe, Jr. has accepted a call as Interim Rector.

8. On October 5, 1992, demand was made on Defendants for uncontested possession of the Real Property and improvements of Holy Apostles. Such demand was refused.

9. Many of the loyal parishioners of Holy Apostles have pointed out their financial contributions and in addition the special, unique furnishings and fixtures given by them as memorials to Holy Apostles and have noted that it was never their intent that such gifts and memorials be converted to the use of the Antiochean Orthodox Church.

II.

ARGUMENT

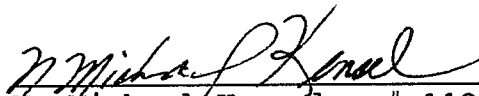
1. Those persons acting in concord with the Defendants have constituted themselves as the Schismatic and Purported Church of the Holy Apostles. Such persons are not members of the true Church of the Holy Apostles because they have joined the Antiochean Orthodox Church and thereby have abandoned communion with The Episcopal Church, and such Schismatic and Purported Holy Apostles is not in union with the Diocese, all as required by canon law. The Schismatic and Purported Church of the Holy Apostles is a new creation, having no relation to Holy Apostles and no right to its property.

2. In a hierarchical church structure, such as the Diocese, the civil courts should defer to the actions of the ecclesiastical authorities determining the identity of the loyal group of members,

officers and clergy. Where a division occurs in a parish affiliated with the Diocese, and a dispute arises as to the ownership or control of the parish's property, the members entitled to ownership and control are those parishioners adhering to and sanctioned by the Diocese. Therefore, Plaintiffs are entitled to legal and equitable ownership of the property in question as a matter of law.

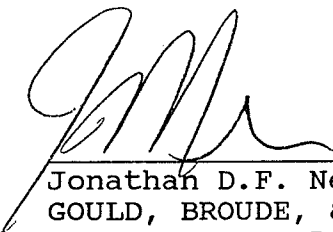
WHEREFORE, PREMISES CONSIDERED, Plaintiffs, CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH and CHURCH OF THE HOLY APOSTLES pray that their Motion for Summary Judgment be granted; that Defendants be ordered to vacate the property in question and return all personal property and other assets belonging to the Plaintiffs; that Plaintiffs recover their costs; and that they have such other and further relief to which they may show themselves to be justly entitled.

Respectfully submitted,



N. Michael Kensel - # 11316000
FERRARA & KENSEL
217 Overton Park Bank Building
4200 South Hulen Street
Fort Worth, TX 76109
(817) 738-7000
(817) 738-3344 (FAX)

ATTORNEY FOR PLAINTIFF
CORPORATION OF THE EPISCOPAL DIOCESE
OF FORT WORTH



Jonathan D.F. Nelson - # 14900700
GOULD, BROUDE, & NELSON
1000 Commerce Bank Bldg.
307 West Seventh Street
Fort Worth, TX 76102
(817) 335-1615
(817) 335-1603 (FAX)

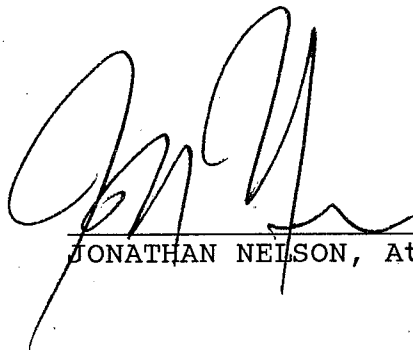
ATTORNEY FOR PLAINTIFF
CHURCH OF THE HOLY APOSTLES

CERTIFICATE OF SERVICE

This is to certify that on the 8th day of December, 1993 a true and correct copy of the above and foregoing Plaintiffs' Motion for Summary Judgment has been mailed to:

Robert S. Travis
CANTEY & HANGER
2100 Burnett Plaza
801 Cherry Street
Fort Worth, TX 76102

VIA CM - P 909 063 301



JONATHAN NELSON, Attorney

A CERTIFIED COPY
ATTEST: 10/8/10
THOMAS A. WILDER
DISTRICT CLERK
TARRANT COUNTY, TEXAS
BY: [Signature]
CAMERON WARDLOW

A

CAUSE NO. 153-144833-92

CORPORATION OF THE EPISCOPAL § IN THE DISTRICT COURT
DIOCESE OF FORT WORTH, §
CHURCH OF THE HOLY APOSTLES §
VS. § TARRANT COUNTY, TEXAS
THE REVEREND M.L. MCCAULEY, et al. § 153RD JUDICIAL DISTRICT

AFFIDAVIT OF
BISHOP JACK IKER

STATE OF TEXAS §
COUNTY OF TARRANT §

BEFORE ME THE UNDERSIGNED AUTHORITY, on this day personally appeared BISHOP JACK IKER, who, being by me duly sworn upon his oath deposed and stated as follows:

"My name is Bishop Jack Iker and I am the Bishop Coadjutor of Fort Worth. I am over the age of eighteen years and am in all respects competent to make this affidavit. I have personal knowledge of the facts stated herein and they are true and correct.

"The Diocese is an hierarchial church, meaning: 1) each parish consists of members of The Episcopal Church confirmed in or transferred to that parish, who are in communion with the Bishop and the parish being in union with the diocesan convention; 2) each parish exists by virtue of its creation by the Bishop and the diocesan convention; 3) each parish is subject to the jurisdiction of the Bishop and the constitution of the diocese; 4) the government of the parish is subject to review and control of the Bishop and diocesan institutions in various important particulars,

AFFIDAVIT OF BISHOP JACK IKER - Page 1 of 5

HOLY/AFF2/PKR

EXHIBIT A

A1012

including the use of real property used for religious purposes, including those pursuant to Canon 30; 5) legal title to such real property is reposed in the Diocesan Corporation rather than in the parish; and 6) priests and deacons serving in the parish either are ordained pursuant to approval of diocesan bodies and the Bishop or, having been ordained in another diocese of The Episcopal Church or other church with which the Diocese is in communion, may become canonically resident and serve in the Diocese as a priest or deacon only with the consent of the Bishop.

"The Bishops of The Episcopal Church are members of the Anglican Communion, which is composed of Bishops of the Church of England and numerous other Anglican churches world-wide.

"The Anglican Communion is itself in communion, reciprocally acknowledging validity of each others Orders and Sacraments, with certain other Anglican churches around the world.

"The Anglican Communion, The Episcopal Church and the Episcopal diocese of Fort Worth are not in communion with the various Orthodox Churches, including the Antiochean Orthodox Church.

"Under the Constitution of the Diocese and under Canon law, no person may be a member of a parish who is not a member of The Episcopal Church, and no person may serve on the vestry of a parish who is not a member, canonically resident, in that parish. Further, no parish which is affiliated with the Antiochean Orthodox Church can be in union with the Convention of the Diocese.

"Consequently, no member of the Antiochean Orthodox church is in communion with the Episcopal Bishop of Fort Worth.

"The Schismatic and Purported Church of the Holy Apostles is an unincorporated association or not-for-profit corporation organized for religious purposes as a member of the Antiochean Orthodox Church. It is composed in part of those persons who have heretofore been parishioners of Church of the Holy Apostles but have become members in the Antiochean Orthodox Church in accordance with action of the Sometime Vestry on or about October 4, 1992.

"On October 5, 1992, pursuant to canon law, the Bishop reported these events to the Standing Committee of the Diocese.

"Upon such inhibition the office of the Rector of Holy Apostles became vacant, and the Bishop became Rector ex officio.

"Having been informed that the unlawfully constituted Vestry of Holy Apostles had abandoned communion with The Episcopal Church, on October 5, 1992, the Bishop sorrowfully accepted and acquiesced in their abandonment of communion with him and thereupon pronounced each lay member of the Vestry excommunicate.

"The Bishop thereupon further pronounced that all vestry offices of Holy Apostles are vacant, since all members of the Vestry had abandoned their qualification to hold such office under canon law. Subsequently it was learned that one member of the Vestry, Robert Rigdon, had not participated in such actions, and the pronouncement of excommunication was ineffective as to him.

"On October 5, 1992, the Bishop called a special meeting of the parishioners of Holy apostles for Sunday, October 11, 1992, to fill the vacancies on the Vestry and to call an interim Rector.

"On October 5, 1992, demand was made on Defendants for uncontested possession of the Real Property and improvements of Holy Apostles. Such demand was refused.

"Canonical procedure was commenced to accept the Reverend M. L. McCauley's abandonment of communion and to depose him as priest.

"Pending such proceeding Defendant McCauley resigned his ministry as priest on November 26, 1992, which resignation was accepted on December 7, 1992.

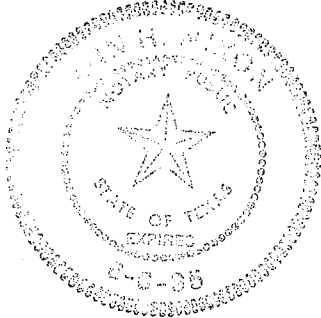
"Defendant McCauley has subsequently, on November 29, 1992, been reordained as a deacon, and the eleven vestry members and members of the Parish were chrismated as members of the Antiochean Orthodox Church on December 13, 1992.

"Those persons acting in concord with the Defendants have constituted themselves as the Schismatic and Purported Church of the Holy Apostles. Such persons are not members of the true Church of the Holy Apostles because they have joined the Antiochean Orthodox Church and thereby have abandoned communion with The Episcopal Church, and such Schismatic and Purported Holy Apostles is not in union with the Diocese, all as required by canon law. The Schismatic and Purported Church of the Holy Apostles is a new creation, having no relation to Holy Apostles and no right to its property.

"Further Affiant sayeth not."

+ Jack L. Iker
BISHOP JACK IKER, Affiant

SWORN TO AND SUBSCRIBED before me on this 3rd day of
November, 1993.



Anna H. Nixon
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

B

A1017

CAUSE NO. 153-144833-92

CORPORATION OF THE EPISCOPAL § IN THE DISTRICT COURT
DIOCESE OF FORT WORTH, §
CHURCH OF THE HOLY APOSTLES §
VS. § TARRANT COUNTY, TEXAS
THE REVEREND M.L. MCCAULEY, et al. § 153RD JUDICIAL DISTRICT

AFFIDAVIT OF
REVEREND CANON BILLIE BOYD

STATE OF TEXAS §
COUNTY OF TARRANT §

BEFORE ME THE UNDERSIGNED AUTHORITY, on this day personally appeared the REVEREND CANON BILLIE BOYD, who, being by me duly sworn upon his oath deposed and stated as follows:

"My name is the Reverend Canon Billie Boyd, Assistant to the Bishop of Fort Worth. I am over the age of eighteen years and am in all respects competent to make this affidavit. I have personal knowledge of the facts stated herein and they are true and correct.

"The Episcopal Diocese of Fort Worth is situated in all or parts of twenty-four counties in North Central Texas, including all of Tarrant County, Texas.

"It is a diocese of The Protestant Episcopal Church in the United States of America ("The Episcopal Church"), which is a confederation of dioceses situated primarily in the United States, but also in Latin America and Europe.

"Under the Constitution of the Diocese and under Canon law, no person may be a member of a parish who is not a member of The Episcopal Church, and no person may serve on the vestry of a parish who is not a member, canonically resident, in that parish.

"Holy Apostles was initially organized as a non-self-supporting mission of the Diocese on June 12, 1964.

"The Crump fund by its trust indenture may lend only to Episcopal parishes, and such below-market loan conveyed a substantial benefit for which Holy Apostles would not qualify otherwise and used Crump moneys which would have otherwise been available to some other episcopal parish.

"Holy Apostles was admitted to the diocesan convention as a parish on October 6, 1979.

"The Reverend McCauley and eleven of the twelve members of the Vestry by their actions of Sunday October 4, 1992 thereby abandoned the communion of the Episcopal Church and ceased to be qualified to serve as a priest or as a member of the Vestry under the Constitution and Canons of the Episcopal Diocese of Fort Worth and of the Episcopal Church and Canon Law.

"The Bishop informed the Standing Committee that the Reverend M. McCauley had lead the then Vestry to vote to leave the Episcopal Church and become affiliated with the Antiochean Orthodox Church and that they had abandoned the communion of the Episcopal Church and he had ceased to be qualified to serve as a priest or as a member of the Vestry under the Constitution and Canons of the

Diocese in the Episcopal Church in canon law.

"The Standing Committee, having ascertained and considered the facts, determined by a vote of at least three-fourths of its members that Reverend McCauley had abandoned the communion of The Episcopal Church and of this Diocese. A copy of such determination by the Standing Committee is attached hereto as Exhibit "A" and is hereby incorporated by reference.

"The Bishop thereupon affirmed such determination by the Standing Committee and inhibited Reverend McCauley from officiating in the Diocese. A copy of such inhibition is attached hereto as Exhibit "B" and is hereby incorporated by reference.

"Further Affiant sayeth not."


REVEREND CANON BILLIE BOYD,
Affiant

SWORN TO AND SUBSCRIBED before me on this 19th day of November, 1993.


NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS



STANDING COMMITTEE

WE, THE UNDERSIGNED MEMBERS OF THE STANDING COMMITTEE OF THE EPISCOPAL DIOCESE OF FORT WORTH, FIND THAT THE REV. M.L. MCCAULEY OF THIS DIOCESE HAS OPENLY RENOUNCED THE DOCTRINE, DISCIPLINE, AND WORSHIP OF THIS CHURCH BY ATTEMPTING TO TAKE HIMSELF AND THE PEOPLE AND PROPERTY OF HOLY APOSTLES EPISCOPAL CHURCH TO THE JURISDICTION OF THE ANTIOCHIAN ORTHODOX CHRISTIAN ARCHDIOCESE OF NORTH AMERICA, A RELIGIOUS BODY NOT IN COMMUNION WITH THE EPISCOPAL CHURCH. AFFIDAVITS HAVE BEEN PRESENTED TO US ON THE ACTIONS OF THE REV. M.L. MCCAULEY AND THE VESTRY OF HOLY APOSTLES ON SUNDAY, 4 OCTOBER 1992, ABANDONING THE COMMUNION OF THIS CHURCH AND ON OTHER RELATED ACTIONS AT DIFFERENT TIMES BY THE REV. M.L. MCCAULEY, WHO IS A PRESBYTER CANONICALLY RESIDENT IN THIS DIOCESE. UNDER NATIONAL CANON IV. 10. WE RECOMMEND THAT OUR BISHOP INHIBIT THE REV. M.L. MCCAULEY FROM OFFICIATING, AFTER AFFIRMING OUR DETERMINATION.

DATED THIS 5TH DAY OF OCTOBER, 1992.

Chris. Hoyle +
Gilda Klehmann +

[Signature]
[Signature]

EXHIBIT A

A1021

Michael L. Beck

THE STATE OF TEXAS)

COUNTY OF TARRANT)

BEFORE ME, THE UNDERSIGNED AUTHORITY, THIS DAY PERSONALLY APPEARED THE ABOVE NAMED PERSONS _____ KNOWN TO ME TO BE THE PERSONS WHOSE NAMES ARE SUBSCRIBED TO THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO ME THAT THEY EXECUTED THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

GIVEN UNDER MY HAND AND SEAL OF OFFICE THIS 5th DAY OF October, 1992.

[Signature]
NOTARY PUBLIC IN AND FOR TARRANT
COUNTY, TEXAS

MY COMMISSION EXPIRES

2-25-95



THE EPISCOPAL DIOCESE OF FORT WORTH

October 5, 1992

Rev. M. L. McCauley
Holy Apostles
3900 Longvue Avenue
Fort Worth, TX 76126

Dear Father McCauley:

Under National Canon IV. 10, you are inhibited for six months from officiating. Attached to this letter is a copy of the Standing Committee's action. Unless you within six months retract the acts charged or declare that the facts alleged in the certificate are false, a sentence of deposition from the ministry will be imposed.

Faithfully yours,

A handwritten signature in cursive script, appearing to read "Clarence C. Pope Jr.", written in dark ink.

Bishop of Fort Worth

EXHIBIT B

C

CAUSE NO. 153-144833-92

CORPORATION OF THE EPISCOPAL	§	IN THE DISTRICT COURT
DIOCESE OF FORT WORTH,	§	
CHURCH OF THE HOLY APOSTLES	§	
	§	
VS.	§	TARRANT COUNTY, TEXAS
	§	
THE REVEREND M.L. MCCAULEY, et al.	§	153RD JUDICIAL DISTRICT

AFFIDAVIT OF
REVEREND CANON JAMES P. DeWOLFE, JR.

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

BEFORE ME THE UNDERSIGNED AUTHORITY, on this day personally appeared the REVEREND CANON JAMES P. DeWOLFE, JR., who, being by me duly sworn upon his oath deposed and stated as follows:

"My name is Reverend Canon James P. DeWolfe, Jr., Interim Rector of Episcopal Church of Holy Apostles. I am over the age of eighteen years and am in all respects competent to make this affidavit. I have personal knowledge of the facts stated herein and they are true and correct.

"Holy Apostles acts through its Rector, Wardens and Vestry.

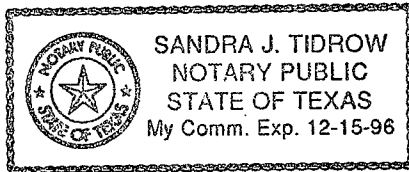
"Both the Episcopal Diocese of Fort Worth and All Saints' Church, a parish of the Diocese, for many years gave Holy Apostles financial assistance both for its operating budget and for the acquisition of real property on which to build a church.

"The funds provided by the Diocese and by All Saints' Church were gifts to Holy Apostles, rather than loans, and were never repaid. All Saints' Church also guaranteed a loan with a mortgage

company that was required to build the church on Chapin Road. Inasmuch as Holy Apostles made all mortgage payments on schedule, All Saints Church was not required to make a single payment on this loan.

"A Curate on the staff of All Saints' Church did much of the work to start Holy Apostles as a Mission in 1964. His salary was paid by All Saints' Church and the Diocese. I was the first Vicar of Holy Apostles Mission and remained in that position until the Curate, The Reverend Paul B. Clayton, Jr., was ordained to the priesthood, when he became the second Vicar. During that time, my salary was paid by All Saints' Church.

"Further Affiant sayeth not."



James P. DeWolfe, Jr.
REVEREND CANON JAMES P. DeWOLFE,
JR., Affiant

SWORN TO AND SUBSCRIBED before me on this 19 day of
NOVEMBER, 1993.

Sandra J. Tidrow
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

D

CAUSE NO. 153-144833-92

CORPORATION OF THE EPISCOPAL § IN THE DISTRICT COURT
DIOCESE OF FORT WORTH, §
CHURCH OF THE HOLY APOSTLES §
VS. § TARRANT COUNTY, TEXAS
THE REVEREND M.L. MCCAULEY, et al. § 153RD JUDICIAL DISTRICT

AFFIDAVIT OF
ROBERT J. RIGDON

STATE OF TEXAS §
COUNTY OF TARRANT §

BEFORE ME THE UNDERSIGNED AUTHORITY, on this day personally appeared the ROBERT J. RIGDON, who, being by me duly sworn upon his oath deposed and stated as follows:

"My name is Robert J. Rigdon and I am a member of the Vestry of the Episcopal Church of Holy Apostles. I am over the age of eighteen years and am in all respects competent to make this affidavit. I have personal knowledge of the facts stated herein and they are true and correct.

"Many of the loyal parishioners of the Episcopal Church of Holy apostles have pointed out their financial contributions and in addition the special, unique furnishings and fixtures given by them as memorials to Holy Apostles and have noted that it was never their intent that such gifts and memorials be converted to the use of the Antiochian Orthodox Church. I personally have made financial contributions to Holy apostles and it was never my intention that any of those contributions would be converted to the

AFFIDAVIT OF ROBERT J. RIGDON - Page 1 of 3

HOLY/AFF4/PKR

EXHIBIT D

A1028

use of the Antiochian Orthodox Church.

"Reverend McCauley gradually acquired a Vestry uncanonically and unlawfully elected by plurality rather than majority vote, which assisted his enterprise. In early 1992, Reverend McCauley began a public campaign to lead parishioners of Holy Apostles into the Antiochean Orthodox Church. Efforts by the Bishop and other members of the Episcopal Diocese of Fort Worth to dissuade him and the unlawfully constituted Vestry, were unsuccessful. At the conclusion of two services on Sunday, October 4, 1992, the Senior Warden announced to the Parishioners that at 7:00 that morning, the Vestry had voted to leave the Episcopal Church and to petition to affiliate with the Antiochean Orthodox Church. At one service on October 4, 1992, the Reverend McCauley also made such announcement.

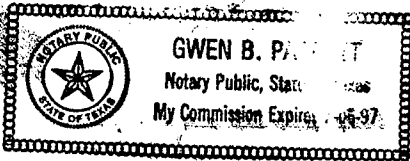
"On October 5, 1992, the Bishop called a special meeting of the loyal parishioners of Holy Apostles for Sunday, October 11, 1992, to fill the vacancies on the Vestry and to call an Interim Rector. At such meeting, duly convened, Robert Rigdon, Ann Heinz, Helen Magnusson, Dave Huebner, Ivan Shadwick, and Charra Wright were elected to the Vestry and continue to serve as such. Subsequently, at the yearly meeting on January 10, 1993, George Komechak, Ted Roe and Doris Boyd were also elected to the Vestry. I am the Senior Warden and George Komechak is the Junior Warden.

"The Reverend Canon James P. DeWolfe, Jr. is serving Holy Apostles as the Interim Rector.

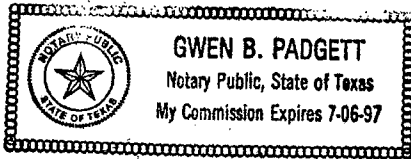
"Further Affiant sayeth not."


ROBERT J. RIGDON, Affiant

SWORN TO AND SUBSCRIBED before me on this 17th day of November, 1993.




NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS



E

CAUSE NO. 153-144833-92

CORPORATION OF THE EPISCOPAL	§	IN THE DISTRICT COURT
DIOCESE OF FORT WORTH,	§	
CHURCH OF THE HOLY APOSTLES	§	
	§	
VS.	§	TARRANT COUNTY, TEXAS
	§	
THE REVEREND M.L. MCCAULEY, et al.	§	153RD JUDICIAL DISTRICT

AFFIDAVIT OF
GEORGE J. KOMECHAK

STATE OF TEXAS §
 §
COUNTY OF TARRANT §


BEFORE ME THE UNDERSIGNED AUTHORITY, on this day personally appeared the GEORGE J. KOMECHAK, who, being by me duly sworn upon his oath deposed and stated as follows:

"My name is George J. Komechak and I am a member of the Vestry of the Episcopal Church of Holy Apostles. I am over the age of eighteen years and am in all respects competent to make this affidavit. I have personal knowledge of the facts stated herein and they are true and correct.

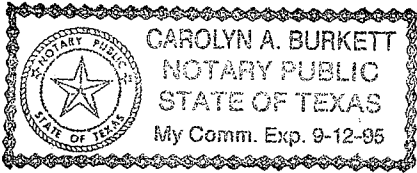
"The real property belonging to Holy Apostles on Chapin Road was sold on March 15, 1986 and the sale proceeds were used in the acquisition of the Real Property described on Exhibit "A" on which the parish's improvement are presently located.


"In constructing the Holy Apostles Church on Longvue Avenue, financial assistance was received in the form of a loan from the Crump Fund, said loan being made at below market interest rate of 2% per annum.

"Further Affiant sayeth not."


GEORGE J. KOMECHAK, Affiant

SWORN TO AND SUBSCRIBED before me on this 7 day of
December, 1993.




NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

CORPORATION OF THE EPISCOPAL	§	IN THE DISTRICT COURT
DIOCESE OF FORT WORTH,	§	
CHURCH OF THE HOLY APOSTLES	§	
	§	
VS.	§	TARRANT COUNTY, TEXAS
	§	
THE REVEREND M.L. MCCAULEY,	§	
SOMETIME RECTOR AND CHAIRMAN	§	
OF THE VESTRY OF CHURCH OF	§	
THE HOLY APOSTLES; ALBON	§	
HEAD, SOMETIME SENIOR WARDEN	§	
AND STEVE BLACKMAN, SOMETIME	§	
JUNIOR WARDEN OF CHURCH OF	§	
THE HOLY APOSTLES; HORACE	§	
BOOTH, HOMER COX, BECKY	§	
HEAD, ROBERT MILLER, ROBERT	§	
PALMER, JEAN RICHARDSON,	§	
DON SHIPE, PAUL SNELL,	§	
AND JAMES CHARBONNET, SOMETIME	§	
MEMBER OF THE VESTRY OF CHURCH	§	
OF THE HOLY APOSTLES; AND THE	§	
SCHISMATIC AND PURPORTED CHURCH	§	
OF THE HOLY APOSTLES	§	153RD JUDICIAL DISTRICT

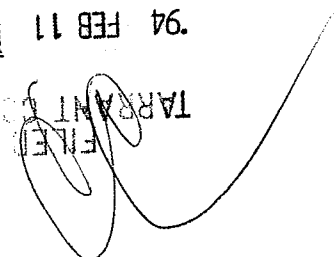
PLAINTIFFS' SECOND SUPPLEMENTAL EVIDENCE IN SUPPORT OF THEIR MOTION FOR SUMMARY JUDGMENT

TO THE HONORABLE JUDGE OF SAID COURT:

NOW COMES the CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH and CHURCH OF THE HOLY APOSTLES, Plaintiffs herein, and files this their Plaintiffs' Second Supplemental Evidence in Support of Their Motion for Summary Judgment and would show the Court as follows:

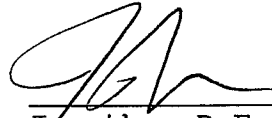
1. Attached to this Second Supplemental Evidence in Support of the Motion for Summary Judgment as Exhibit "A" is the Affidavit of The Reverend Canon Billie Boyd and the Constitution and Canons of the Episcopal Diocese of Fort Worth. These Constitutions and

94 FEB 11 12:07 PM
 DISTRICT CLERK
 THOMAS J. HARRIS
 TARRANT COUNTY
 FILED



Canons clearly indicates a Hierarchical Church and an allegiance to the Protestant Episcopal Church in the United States of America.

Respectfully submitted,



Jonathan D.F. Nelson - # 14900700
GOULD, BROUDE, & NELSON
1000 Commerce Bank Bldg.
307 West Seventh Street
Fort Worth, TX 76102
(817) 335-1615
(817) 335-1603 (FAX)

ATTORNEY FOR PLAINTIFF
CHURCH OF THE HOLY APOSTLES

CERTIFICATE OF SERVICE

This is to certify that on the _____ day of February, 1994 a true and correct copy of the above and foregoing Plaintiffs' Second Supplemental Evidence in Support for Their Motion for Summary Judgment has sent to:

Robert S. Travis
CANTEY & HANGER
2100 Burnett Plaza
801 Cherry Street
Fort Worth, TX 76102

VIA HAND DELIVERY



JONATHAN NELSON, Attorney

A CERTIFIED COPY
ATTEST: 10/18/10
THOMAS A. WILDER
DISTRICT CLERK
TARRANT COUNTY, TEXAS
BY: [Signature]
CAMERON WARDLOW

CAUSE NO. 153-144833-92

CORPORATION OF THE EPISCOPAL § IN THE DISTRICT COURT
DIOCESE OF FORT WORTH, §
CHURCH OF THE HOLY APOSTLES §
VS. § TARRANT COUNTY, TEXAS
THE REVEREND M.L. MCCAULEY, et al. § 153RD JUDICIAL DISTRICT

AFFIDAVIT OF
REVEREND CANON BILLIE BOYD

STATE OF TEXAS §
COUNTY OF TARRANT §

BEFORE ME THE UNDERSIGNED AUTHORITY, on this day personally appeared the REVEREND CANON BILLIE BOYD, who, being by me duly sworn upon his oath deposed and stated as follows:

"My name is the Reverend Canon Billie Boyd, Assistant to the Bishop of Fort Worth. I am over the age of eighteen years and am in all respects competent to make this affidavit. I have personal knowledge of the facts stated herein and they are true and correct.

Attached as "Exhibit A" to this Affidavit is the Constitution and Canons of the Episcopal Diocese of Fort Worth. Except when otherwise indicated on each particular Article and Canon, these Articles and Canons making up the Constitution and Canons of The Episcopal Diocese of Fort Worth were in force and in effect on November 13, 1982.

In particular, Article 1, AUTHORITY OF GENERAL CONVENTION, states, "The Church in this Diocese accedes to the Constitution and

EXHIBIT A

A1036

Canons of The Episcopal Church, and recognizes the authority of the General Convention of said Church."

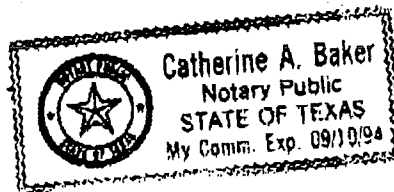
Therefore, each Parish within The Episcopal Diocese of Fort Worth has acknowledged that they are governed by and recognize the authority of the General Convention and the Constitution and Canons of The Episcopal Church in the United States of America.

"Further Affiant sayeth not."

Billie R. Boyd
REVEREND CANON BILLIE BOYD,
Affiant

SWORN TO AND SUBSCRIBED before me on this 11th day of February, 1994.

Catherine A. Baker
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS



knowledge of the facts stated herein and they are true and correct."

"Attached as Exhibit "A" is Canon 6 Sec. 4 of Constitutions & Canons for the Government of the Protestant and Episcopal Church in the United States of America, which provides as follows:

All real and personal property held by or for the benefit of any Parish, Mission or Congregation is held in trust for this Church and the Diocese thereof in which Parish, Mission or Congregation is located. The existence of this trust, however, shall in no way limit the power and authority of the Parish, Mission or Congregation otherwise existing over such property so long as the particular Parish, Mission or Congregation remains a part of, and subject to this Church and its Constitution and Canons."

"This Canon was enacted in 1979 and in existence when the real property in question was purchased in 1985 and which is the subject matter of this lawsuit."

"Further Affiant Sayeth not."

A CERTIFIED COPY
ATTEST: 10/3/10
THOMAS A. WILDER
DISTRICT CLERK
TARRANT COUNTY, TEXAS
BY: [Signature]
CAMERON WARDLOW

[Signature]
REVEREND CANON CHARLES A. HOUGH, III,
Affiant

SWORN TO AND SUBSCRIBED before me on this 4th day of February, 1994.

BETH K. COUCH
Notary Public, State of Texas
My Commission Expires 7/3/04

[Signature]
Notary Public in and for the
State of Texas
My Commission Expires: 7/3/94

CONSTITUTION & CANONS

FOR THE GOVERNMENT OF THE
PROTESTANT EPISCOPAL CHURCH
IN THE UNITED STATES OF AMERICA
OTHERWISE KNOWN AS

The episcopal church

ADOPTED IN GENERAL CONVENTIONS
1789-1979

TOGETHER WITH
the rules of order

Printed for the Convention

1979

EXHIBIT "A"

CANON 4.

Of Business Methods in Church Affairs

Sec. 1. In every Diocese, Parish, Mission, and Institution, connected with this Church, the following standard business methods shall be observed:

(1). Trust and permanent funds and all securities of whatsoever kind shall be deposited with a Federal or State Bank, or a Diocesan Corporation, or with some other agency approved in writing by the Finance Committee or the Department of Finance of the Diocese, under either a deed of trust or an agency agreement, providing for at least two signatures on any order of withdrawal of such funds or securities.

But this paragraph shall not apply to funds and securities refused by the depositories named as being too small for acceptance. Such small funds and securities shall be under the care of the persons or corporations properly responsible for them.

(2). Records shall be made and kept of all trust and permanent funds showing at least the following:

- (a) Source and date.
- (b) Terms governing the use of principal and income.
- (c) To whom and how often reports of condition are to be made.
- (d) How the funds are invested.

(3). Treasurers and custodians, other than banking institutions, shall be adequately bonded; except treasurers of funds that do not exceed five hundred dollars at any one time during the fiscal year.

(4). Books of account shall be so kept as to provide the basis for satisfactory accounting.

(5). All accounts of the Diocese shall be audited annually by an independent Certified Public Accountant. All accounts of Parishes, Missions or other institutions shall be audited annually by an independent Certified Public Accountant, or independent Licensed Public Accountant, or such audit committee as shall be authorized by the Finance Committee, Department of Finance, or other appropriate diocesan authority.

All reports of such audits, including any memorandum issued by the auditors or audit committee regarding internal controls or other accounting matters, together with a summary of action taken or proposed to be taken to correct deficiencies or implement recommendations contained in any such memorandum, shall be filed with the Bishop or Ecclesiastical Authority not later than 30 days following the date of such report, and in no event, not later than September 1 of each year covering the financial reports of the previous calendar year.

(6). All buildings and their contents shall be kept adequately insured.

(7). The Finance Committee or Department of Finance of the Diocese may require copies of any or all accounts described in this Section to be filed with it and shall report annually to the Convention of the Diocese upon its administration of this Canon.

(8). The fiscal year shall begin January 1.

Sec. 2. The several Dioceses shall give effect to the foregoing standard business methods by the enactment of Canons appropriate thereon, which Canons shall invariably provide for a Finance Committee or a Department of Finance of the Diocese.

Sec. 3. No Vestry, Trustee, or other Body, authorized by Civil or Canon law to hold, manage, or administer real property for any Parish, Mission, Congregation, or Institution, shall encumber or alienate the same or any part thereof without the written consent of the Bishop and Standing Committee of the Diocese of which the Parish, Mission, Congregation, or Institution is a part, except under such regulations as may be prescribed by Canon of the Diocese.

(Sec. 4) All real and personal property held by or for the benefit of any Parish, Mission or Congregation is held in trust for this Church and the Diocese thereof in which such Parish, Mission or Congregation is located. The existence of this trust, however, shall in no way limit the power and authority of the Parish, Mission or Congregation otherwise existing over such property so long as the particular Parish, Mission or Congregation remains a part of, and subject to this Church and its Constitution and Canons.

Sec. 5. The several Dioceses may, at their election, further confirm the trust declared under the foregoing Section 4 by appropriate action but no such action shall be necessary for the existence and validity of the trust.

CANON 7.

Of The Church Pension Fund.

Sec. 1. The Church Pension Fund, a corporation created by Chapter 97 of the Laws of 1914 of the State of New York as subsequently amended, is hereby authorized to establish and administer the clergy pension system, including life, accident and health benefits, of this Church substantially in accordance with the principles adopted by the General Convention of 1913 and approved thereafter by the several Dioceses, with the view to providing pensions and related benefits for the Clergy who reach normal age of retirement, for the Clergy disabled by age or infirmity and for the surviving spouses and minor children of deceased Clergy.

Sec. 2. The General Convention at each regular meeting shall elect, on the nomination of a Joint Committee thereof, twelve persons to serve as Trustees of The Church Pension Fund for a term of six years and until their successors shall have been elected and have qualified, and shall also fill such vacancies as may exist on the Board of Trustees; except that at the meeting held in the year 1970, the General Convention shall elect four persons to serve for a term of three years and four persons to serve for a term of six years. Any person elected after the date of this amendment may serve not more than two consecutive six-year terms. Any vacancy which occurs at a time when the General Convention is not in session may be filled by the Board of Trustees by appointment, *ad interim*, of a Trustee who shall serve until the next session of the General Convention thereafter shall have elected a Trustee to serve for the remainder of the unexpired term pertaining to such vacancy.

TITLE I
CANONS 6, 7.

Fiscal year.
Dioceses to enforce by Canon.

Encumbrance of property requires consent of Bishop and Standing Committee.

Authorized to administer pension system.

Trustees, how elected.

CORPORATION OF THE EPISCOPAL
DIOCESE OF FORT WORTH,
CHURCH OF THE HOLY APOSTLES

§
§
§
§
§
§

IN THE DISTRICT COURT

TARRANT COUNTY, TEXAS
153RD JUDICIAL DISTRICT

VS.

THE REVEREND M.L. MCCAULEY, et al.

AFFIDAVIT OF
THE RT. REV. WILLIAM C. WANTLAND

STATE OF WISCONSIN

§
§
§

COUNTY OF EAU CLAIRE

BEFORE ME THE UNDERSIGNED AUTHORITY, on this day personally appeared THE RT. REV. WILLIAM C. WANTLAND, who, being by me duly sworn upon his oath deposed and stated as follows:

"My name is The Rt. Rev. William C. Wantland and I am the Bishop of the Diocese of Eau Claire, Wisconsin. I am over the age of eighteen years and am in all respects competent to make this affidavit. I have personal knowledge of the facts stated herein and they are true and correct.

"Attached as Exhibit "A" is a copy of my resume, which shows my education and experience in the field of Episcopal Canon Law.

"I have been asked to render an opinion with regard to the claim of the Rev. M. L. McCauley, et al, to the real property involved in the controversy known as Cause No. 153-144833-92 styled Corporation of the Episcopal Diocese of Fort

Worth and Church of the Holy Apostles vs. The Rev. M. L. McCauley, et al, currently pending in the 153rd District Court of Tarrant County, Texas.


"First, it should be noted that the legal title to the property in question is, and at all times pertinent to this case has been, in the Diocese of Fort Worth, and never in the Defendants.

"Second, both under diocesan and national canons, even if title had been in the Defendants, the property is impressed with an express trust in favor of the diocese, with the property to be for the use of an Episcopal congregation.

"Third, Defendants are not Episcopalians, nor do they represent an Episcopal congregation.

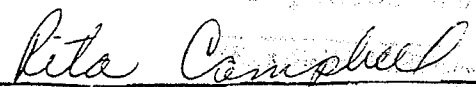
"It is therefore my opinion as an expert in canon law, that Defendants have no valid claim to the property whatsoever.

"Further Affiant sayeth not."



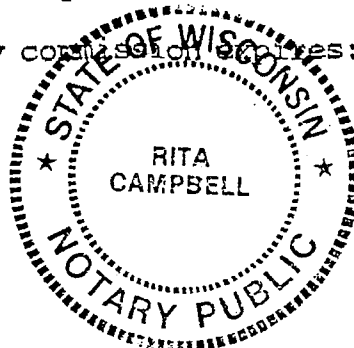
THE RT. REV. WILLIAM WANTLAND
Affiant

SWORN TO AND SUBSCRIBED before me on this 29th day of July, _____, 1994.



Notary Public-State of Wisconsin

My commission expires: 11-05-95



WILLIAM C. WANTLAND

EDUCATIONAL DATA

Graduated Seminole High School, Seminole, Oklahoma, 1952. Attended Seminole Junior College, University of Oklahoma, George Washington University, University of Hawaii, graduating in 1957 with a B.A. in History. Attended Oklahoma City University School of Law, graduating in 1964 with Juris Doctorate. Studied Theology at Geneva Theological College in Tennessee, graduating in 1976 with a Doctor of Religion. Advanced Studies in Holy Scripture at Christ Church College, Canterbury, England, 1978. Studied Homiletics at College of Preachers, Washington, D.C., 1980. Received degrees of Doctor of Divinity, honoris causa, from Nashotah House Seminary and Seabury-Western Seminary in 1983. Sabbatical studies on the Articles of Religion at Cambridge University, England, 1991.

TEACHING EXPERIENCE

1970-78: Taught Basic Probate Law, University of Oklahoma College of Law. Also designed and taught special undergraduate probate course for ParaLegal Technicians, 1976-77. 1972-77: Taught Christian Ethics, Church History, Dogmatic Theology and Canon Law at Bishop's School of Theology, Oklahoma City. 1976: Taught Seminole Indian History, Seminole Junior College. 1980-1984: Canon Law Advisor and Episcopal Visitor for Anglo-Catholic Studies Program at Duquesne University, Pittsburgh, Pennsylvania. 1984-: Taught Canon Law, Nashotah House Seminary.

JUDICIAL EXPERIENCE

1969: Municipal Judge of the City of Konawa, Oklahoma. 1970-1977: Presiding Judge, Municipal Court of the City of Seminole. Past President of the Oklahoma Conference of Municipal Judges. Recipient of the American Bar Association 1972 Award for the most outstanding Court in the United States for Judicial Administration, and the 1975 Oklahoma Supreme Court Award for the most outstanding contribution to law and order. Past member, American Judges Association and American Judicature Society. Current Presiding Judge of the Provincial Court of Review, Episcopal Province of the Midwest, since 1983.

BAR ACTIVITIES AND HONORS

Member, Oklahoma Bar Association. Member, Oklahoma Indian Bar Association. Former member, American Bar Association, and Southwestern States' Representative on ABA National Committee to Review Electoral College in Presidential Elections. Served Oklahoma Bar House of Delegates 7 years. Member, Grievance Committee, Probate Code Committee, Professional Economics Committee Public Relations Committee and Committee on Administration of Justice. Chairman of Committee to Implement Judicial Reform. Member, Board of Trustees, Oklahoma Bar Foundation. Received three citations of merit for work on Judicial Reform, a Citation

EXHIBIT

"A"

A1044

of Merit for work on Professional Economics, and a Resolution of Commendation from the Oklahoma Legislature for Implementing Judicial Reform in Oklahoma. Past President of the Oklahoma City University Law School Alumni Association. Received the Outstanding Alumnus Award of Oklahoma City University, 1980.

CHURCH ACTIVITIES

Member of The Episcopal Church, Bishop of Eau Claire. Vicar of St. Mark's Church, Seminole, 1963-1977. Vicar of St. Paul's Church, Holdenville, 1974-1977. Regional Dean of Southeastern Oklahoma, 1973-1977. Rector, St. John's Church, Oklahoma City, 1977-1980. Past President, Clergy Association of the Diocese of Oklahoma. Episcopal Delegate to General Assembly, Oklahoma Council of Churches, and twice Past President of Seminole Ministerial Alliance. Past President of the Standing Committee of the Diocese of Oklahoma. Clerical member of Diocesan Council. Vice-Chancellor of the Diocese of Oklahoma, 1977-1980. Alternate Deputy to the General Convention in 1976, Deputy in 1979. Consecrated Bishop of Eau Claire in 1980. Currently listed in "Who's Who in Religion", "Who's Who in Law", "Who's Who in the Midwest" and "Who's Who in America". Member, Coalition for Human Needs of The Episcopal Church, and member of the sub-committee on Community Leadership and Development, 1980-1982. Chairman, Presiding Bishop's Advisory Committee on Navajoland, 1982. Chairman, Evangelical and Catholic Mission, 1982-1984. President, Wisconsin Conference of Churches, 1985-1986. Co-Chairman, Lutheran-Anglican-Roman Catholic Commission of Wisconsin, 1987-. Member, Board of Trustees of Nahotah House, 1981-; Chairman of the Board, 1992-. Former member, Board of Directors, Mission for Outreach, Renewal and Evangelism (MORE), and Society for Promoting and Encouraging Arts & Knowledge (in the Church) (SPEAK). Episcopal Vice-President, Southern Africa Church Union, 1985-. Member, Episcopal Church Commission on Racism, 1990-1992. Member, Standing Commission on Constitution and Canons, 1992-. Vice-President, Episcopal Chancellors' Network, 1988-.

INDIAN WORK

Citizen of the Seminole Nation of Oklahoma and member of the Tusekia Harjo Band thereof. Attorney General of the Seminole Nation, 1969-1972 and 1975-1977. Executive Director of the Oklahoma Indian Rights Association, 1972-1973. President, Oklahoma Indian Rights Association, 1974-1975; Chairman of the Board, 1976-1980. Chairman of the Oklahoma Bar Association Committee on Indian Rights, 1974-1976. Member, Oklahoma Committee on Indian Work, Diocese of Oklahoma, 1976-1980. Consultant, U.S. Senate's American Indian Policy Review Commission, Task Force XI, 1975-1976. Member of the National Committee on Indian Work, Episcopal Church, and Chairman 1980-1982 and 1984-1986. Member and first Chairman, Presiding Bishops Blue Ribbon Task Force on Indian Affairs. Received the Wisconsin Equal Rights Council

Award for Combatting Racism against Indians in 1986. Received the Manitou Ikwe Award of The Anishinaabe Way for combatting Indian alcoholism, 1988. Current member, Episcopal Council of Indian Ministry. Member, Support Committee of the Native American Rights Fund. Member, Wisconsin Advisory Committee of the U.S. Civil Rights Commission, 1990-1992.

PUBLISHED WORKS

Co-author of Oklahoma Probate Forms, Oklahoma Continuing Legal Education Center, 1970 and later editions. Author of Foundations of the Faith, Morehouse-Barlow, 1983. Author of Canon Law in the Episcopal Church, Evangelical and Catholic Mission, 1984, second edition, 1993. In addition, numerous scholarly articles have been published, including "Confessions and Rule 16", Oklahoma Bar Journal, (35 OBAJ 749); "The Ignorance of Ignorance: Cultural Barriers Between Indians and Non-Indians", American Indian Law Review, Vol. III, No. 1, 1975; "In Defense of the New Prayer Book, A Response to 'A Form of Godliness'", Anglican Theological Review, Vol. LXIII, No. 3; "Sacrifice and Priesthood in the Anglican Church", St. Luke's Journal of Theology, Vol. XXVII, No. 1, as well as numerous articles in The Living Church, The Evangelical Catholic, The Sceptre, Ikhana, and Indian Sovereignty Symposium publications.

RHS

CAL 1/24

In The
United States Court of Appeals
For The Fourth Circuit

JANE HOLMES DIXON,

Plaintiff - Appellee,

v.

SAMUEL L. EDWARDS;
THE VESTRY OF ST. JOHN'S PARISH,

Defendants - Appellants.

ON APPEAL FROM THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND
AT GREENBELT

BRIEF OF AMICI CURIAE RT. REV. JACK LEO IKER,
BISHOP OF THE EPISCOPAL DIOCESE OF FORT WORTH, AND
RT. REV. ROBERT DUNCAN, BISHOP OF THE EPISCOPAL DIOCESE OF
PITTSBURGH IN SUPPORT OF SAMUEL L. EDWARDS AND THE WARDENS AND
VESTRY OF CHRIST CHURCH, ST. JOHN'S PARISH, ACCOKEEK, MARYLAND
SUPPORTING A REVERSAL OF THE COURT'S JUDGMENT

FILED
DEC 21 4 27 PM '01
U.S. COURT OF APPEALS
FOURTH CIRCUIT

Kenneth R. Matticks, Esq.
Texas Bar No. 0075004281
Application for Admission to the Bar of this Circuit
Filed December 18, 2001
The White House on Turtle Creek
2401 Turtle Creek Boulevard
Dallas, Texas 75219-4760
214.528.1881, Extension 34
214.528.1882 (Facsimile)
kmatticks@ippractice.com

Special Counsel to Amici Curiae

FILED
JAN 8 2002
U.S. Court of Appeals
Fourth Circuit
Patricia S. Connor, Clerk
BY *Patricia S. Connor*
Deputy Clerk
6-18-09

UNITED STATES COURT OF APPEALS
FOR THE FOURTH CIRCUIT
Richmond, VA

Record No.: 01-2337

Edwards v. Dixon

**DISCLOSURE OF CORPORATE AFFILIATIONS AND OTHER ENTITIES WITH A
DIRECT FINANCIAL INTEREST IN LITIGATION**

ONLY ONE FORM NEED BE COMPLETED FOR A PARTY EVEN IF THE PARTY IS REPRESENTED BY MORE THAN ONE ATTORNEY. DISCLOSURES MUST BE FILED ON BEHALF OF INDIVIDUAL PARTIES AS WELL AS CORPORATIONS AND OTHER LEGAL ENTITIES. COUNSEL HAS A CONTINUING DUTY TO UPDATE THIS INFORMATION.

Pursuant to FRAP 26.1 and Local Rule 26.1,

Rt. Rev. Jack Leo Iker & Rt. Rev. Robert Duncan who are Amici
(name of party/amicus) (appellant/appellee/amicus)

make the following disclosure:

1. Is party a publicly held corporation or other publicly held entity?

() YES (x) NO

2. Does party have any parent corporations?

() YES (x) NO

If yes, identify all parent corporations, including grandparent and great-grandparent corporations:

3. Is 10 percent or more of the stock of a party owned by a publicly held corporation or other publicly held entity?

() YES (x) NO

If yes, identify all such owners:

4. Is there any other publicly held corporation or other publicly held entity that has a direct financial interest in the outcome of the litigation (Local Rule 26.1(b))?

() YES (x) NO

5. Is the party a trade association?

() YES (x) NO

If yes, identify all members of the association, their parent corporations, and any publicly held companies that own 10 percent or more of a member's stock:



(signature)

12-21-01

(date)

ECUSA 000850

A1048

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CERTIFICATE OF COMPLIANCE

CERTIFICATE OF SERVICE

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Cases:

Bell v. Presbyterian Church (U.S.A.) et al.,
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Maryland & Va. Churches v. Sharpsburg Church,
396 U.S. 376 (1970) 14

E.E.O.C. v. The Roman Catholic Diocese of North Carolina et al.,
213 F.3d 795 (4th Cir. 2000) 14, 15

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426 U.S. 696 (1976) 14

Watson v. Jones,
80 U. S. (132 Wall.) 679 (1871) 14, 16

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STATEMENT OF IDENTITY OF THE *AMICI CURIAE*, HIS INTEREST IN
THE CASE AND THE SOURCE OF HIS AUTHORITY TO FILE A BRIEF

The Rt Rev. Jack Leo Iker is the Bishop of the Diocese of Fort Worth (Texas) of the Episcopal Church USA. On May 27, 2001, Bishop Iker placed St. John's Parish under his episcopal protection upon the request of the Rector, Rev. Samuel Edwards, and Vestry of St. John's Parish (appellants in this appeal and hereinafter referred to as "Appellant Edwards" or "Appellant Vestry"). Joint Appendix ("JA") 278. That protection continues to this date. Moreover, Fr. Edwards remains canonically resident in the Diocese of Fort Worth. Bp Iker has a significant interest in this case because of his relationship with both Appellants.

The Rt Rev. Robert Duncan is the Bishop of the Diocese of Pittsburgh (Pennsylvania), is a bishop of the Province of Washington (Province III) and serves as the Chair of the American Anglican Council's Bishops' Network, a membership consisting of 40 active and retired bishops of the Episcopal Church

Moreover, as Bishops of the Church, they have a vital interest in the correct interpretation of church polity, doctrine and faith, and in maintaining the separation of Church and State.

SUMMARY OF THE ARGUMENT

The lower court misunderstood the polity of the Episcopal Church USA hereinafter "Episcopal Church", "ECUSA" or "the Church"), specifically in reference to the nature, power and role of a bishop within the Episcopal Church. The court's misunderstanding led to at least three reversible errors in the court's ruling. First, the Diocese of Washington is an indispensable party to this suit because an Episcopal bishop, unlike perhaps a bishop of the Roman Catholic Church, is governed by the constitution and canons of the Church. An Episcopal Bishop is not an independent authority to act for the Church in his own name. Second, the lower court misconstrued the procedure of the Episcopal Church in calling a rector from one diocese to another, both as to the "30-day rule" and what is meant by the requirement that a prospective rector be "duly qualified."

In a broader context, the court's actions in this case, and at least some of the errors in its ruling, underlines the rationale for cases that mandate that courts remain free of ecclesiastical disputes until fully adjudicated within the ecclesiastical bodies and, further, to accept and defer to the decisions of ecclesiastical tribunals. For this reason alone, the trial court erred by not dismissing this case.

Finally, the Court erred in granting summary judgment under Rule 56, Federal Rules of Civil Procedure. There is credible evidence presented by Appellants Edwards and Vestry on a variety of material facts that was either ignored entirely or discounted by the lower court to reach the decision it announced. Simply put, the Court failed to follow the clear dictates of Rule 56, Fed. R. Civ. P., for deciding summary judgment motions.

ARGUMENT

- I. The Lower Court erred in not dismissing the case under Rule 19, Fed. R. Civ. P., in that the Episcopal Diocese of Washington is an indispensable party to this suit

In order to determine whether the Diocese of Washington is an indispensable party for purposes of Rule 19, Fed. R. Civ. P., the Court must properly understand the position of an Episcopal bishop within his diocese. There are some churches in which the Bishop and his diocese are interchangeable for one another, *i.e.*, the Bishop is the diocese and he speaks with nearly absolute authority as the diocese.¹

¹ "Peter has spoken, and Peter is judged by none" may be a motto of medieval Popes, but is not representative of the polity of the Episcopal Church. Supplemental Affidavit of Rev. Dr. Louis R. Taristano. JA 665.

It is *his* diocese. The Roman Catholic Church is but one example.² This is understanding of the lower court with respect to the Episcopal Church as reflected in its ruling, and it is an incorrect understanding.

An episcopal bishop is elected by the laity and clergy of a diocese and must be approved by the House of Bishops and the Standing Committees of the Episcopal Church before being seated as a bishop of the Church. *See*, Title III, Canon 22 of the *Constitution and Canons...of the...Episcopal Church, Adopted in General Conventions 1789-2000, as Revised by the 2000 Convention* (hereinafter referred to as "Canons of ECUSA"). Although given great deference as a leader in much the same way as the President of the United States is given deference, neither the President or an Episcopal bishop acts independently of the checks and balances of the legal system of which they are a part. A bishop must adhere to the constitution and canons of the Church or be subject to discipline. *See*, Title III, Canon 24; Title IV: Ecclesiastical Discipline of the Canons of ECUSA.

A bishop of the Church, again in the same way as the President of the United States, is a leader and representative of the people he serves. Although both may act in an individual capacity, their public acts can only be in their official

² The Bishop of Rome and Pope is believed by Roman Catholics to be infallible in all statements made as representative of the polity. There is no equivalent to this in the Episcopal Church. *Id.*

capacity. Hence, the President of the United States acts as a representative and agent for the United States, and actions are brought not in the President's name, but in the name of The United States of America. In the same way, a bishop speaking and acting as a bishop does so for his diocese and any actions must be brought in the name of the diocese.

The fundamental question is whose rights and duties are being litigated here? Do these rights personally belong to Appellee Bishop Jane Holmes Dixon (hereinafter "Bishop Dixon") or to the Diocese of Washington? This case concerns the formation of a canonical relationship between Appellant Edwards and the Diocese of Washington. It is the Canons and rules of the national Episcopal church and the Diocese of Washington that controls the process. These rules and canons of the Church are not the property of Bishop Dixon. It is the Diocese of Washington, and not Bishop Dixon, that will be affected by the outcome of this case.

It might be said that Bishop Dixon is not an indispensable party to this case. The case could have been brought in the name of the Diocese, without the Appellee Bishop being a party, against the Appellants Edwards and Vestry. The converse is not true. The Diocese must be a party because it is the Diocesan property rights, and it is the national church's Constitution and Canons, as

implemented by the Diocese of Washington, that are at issue. Nothing in this case suggests a personal right of Appellee Dixon that is at stake.

A word about this attempted shifting of responsibility from the diocese to the bishop personally in this case. First, parties cannot shift their rights and responsibilities, or waive their necessity in a lawsuit, simply to circumvent the federal jurisdictional statutes. To allow this is to destroy the meaning of diversity jurisdiction set out in 28 U.S.C. §1332. The Appellee fights to keep her own diocese from this litigation for the sole reason that its inclusion will destroy complete diversity of the parties and wrest this case from the federal courts.

Rule 19(a), Fed. R. Civ. P., provides, *inter alia*, that:

A person who is subject to service of process and whose joinder will not deprive the court of jurisdiction over the subject matter of the action shall be joined as a party in the action if ... (2) the person claims an interest relating to the subject of the action and is so situated that the disposition of the action in the person's absence may... (ii) leave any of the persons already parties subject to a substantial risk of incurring double, multiple or otherwise inconsistent obligations by reason of the claimed interest.

In a very real sense, Appellant Edwards' position is described in Rule 19(a)(ii) above. Were the outcome of this case to be adverse to Appellee Dixon -- and without the Diocese of Washington being a party -- the Diocese of Washington

could start over in a state court and subject Appellants Edwards and Vestry to another round of litigation leading potentially to double “inconsistent obligations” over the same subject matter as is present in the case at bar.

The lower court’s Rule 19 ruling on indispensable parties should be reversed, and the lower court directed to dismiss the case for lack of an indispensable party.

II. The lower court erred in not upholding the “thirty day” rule for objections by a bishop to the call of a rector from another diocese.

Title III: Canon 17: Of the Calling of a Rector, of the Canons of ECUSA governs the call of a rector to a parish. *E.g.* JA 162, 168, 194. The procedure therein set out is thus: (1) Name of the priest candidate must be made known to the Bishop; (2) “sufficient time, not exceeding thirty days, [must be] given to the Bishop to communicate to the Vestry”; (3) “such communication, if made within that period has been considered by the Parish or Vestry...” and (4) the Vestry or congregation may make the call of a rector if no objection has been filed within the thirty-day period by the Bishop. (Emphasis added.)

It is undisputed that the name of Appellant Edwards was made known to Bishop Dixon. JA 199. It is also undisputed that not thirty days, but seventy-three days, passed between the notice being sent to the Appellant Bishop of the call of Appellant Edwards and the first word of objection by the Bishop. JA 229-30.

The lower court puts great stock in Appellant Edwards' inability to meet with the Appellee Bishop on the date first proposed by Appellee Bishop, although there are disputed facts as to the scheduling of this meeting. What the lower court failed to appreciate was that the Appellee Bishop had any number of options to meet her canonically- mandated time period. If *arguendo* the Appellee Bishop is the absolute authority that the lower court ascribed to her,³ Appellee Bishop could have ordered the Appellant Edwards to appear at a time of her own choosing, and upon his failure to appear, she could have found him not "duly qualified" within the thirty-day period. Or if the Bishop has only the constitutional powers as maintained by *Amici Curiae*, Appellee Dixon could have notified the Vestry that she needed additional time to investigate and seek an agreement with the Vestry to extend the thirty-day period or again, could have sent word to the Vestry that Appellant Edwards was not duly qualified, or even filed a charge on him with the

³ Amicus Curiae strongly disagrees with the lower court's position on the authority of an Episcopal bishop.

appropriate judicatory body. A pragmatic solution: Had Appellee Dixon had a genuine interest in talking with the Appellant Edwards, she simply could have arranged a telephone conference between herself and Appellant Edwards before the expiration of the thirty-day period. Bishop Dixon chose none of the options available to her, but let the time expire.

The lower court failed to appreciate that the Canons of ECUSA do not provide for any automatic extension of the thirty-day period in which to communicate with the Vestry whether the proposed rector was "duly qualified." Were an interview between the bishop and the rector-candidate required by the Canons of ECUSA, and had the Appellant Edwards deliberately and unilaterally refused to meet with the Appellee Bishop Dixon, then there might be some basis for the court's reading a reasonable extension of a time limit into the Canons of ECUSA. However, the Canons of ECUSA do not mention, and certainly do not mandate, a meeting between the Bishop and the Rector-Candidate nor do these Canons provide for an extension of the thirty-day time period in which to object. It is not rational to use the lack of a voluntary meeting between Appellee Dixon and Appellant Edwards as the basis for rewriting the Canons of ECUSA by the lower court.

Appellee Dixon is using her own negligence in exercising her option to find Appellant Edwards not duly qualified within the canonically-mandated time period as the basis for the Court to modify Episcopal canon law to suit Bishop Dixon's own needs.

The Court's ruling rewrites and changes ECUSA canon law, and for this reason, the case should be remanded to the lower court for dismissal or a full hearing on the merits not inconsistent with this Court's ruling.

III. The lower court erred in its construction and application of the term "duly qualified" in Title III, Canon 17, Section 3 of the Canons of ECUSA

Nowhere in the Constitution and Canons of ECUSA, as revised by the Convention of 2000, is the term "duly qualified" defined in relation to the call of a rector from one diocese to another. Does "duly qualified" mean, as the Appellee Dixon would have the court believe, anything she wants it to mean as the Bishop *Pro Tempore* of Washington? The *Amici Curiae* believe that this is a wrong interpretation, and is further evidence of the lower court's misunderstanding of Episcopal polity.

ECUSA has a national body that leads the overall church through its General Conventions, with the first national convention in 1789 and the most recent in 2000. *See generally* JA 187, 201. Among other things, the General

Convention is the body which alters and revises the Canons of the Church. Below that are the various dioceses which are generally geographical in nature.⁴ The national church is governed by the Constitution and Canons of ECUSA, as Revised by the Convention of 2000. The dioceses have canons that cannot be inconsistent with national canons. Priests within a given diocese may move from one diocese to another, procedures of which are contained in the Canons of ECUSA. For that reason, there is rationale for having some reasonably uniform way of judging whether a priest is "duly qualified." To allow each diocesan bishop absolute freedom to determine who is and is not duly qualified would, in part, render ECUSA a loose association of independent regional church bodies. There must be some national standard by which "duly qualified" can be determined.

One place to search for a working definition of "duly qualified" is the Church Pension Fund, for it is here that records on all Episcopal clergy are kept. Were one interested in determining a priest's formal education, and whether a priest had been regularly ordained as a deacon and had been regularly ordained as a priest, such records are officially maintained by the Church Pension Board. If one needed to determine whether any charges had been brought against a priest or

⁴ There are special instances of non-geographic dioceses that are of no moment in this case.

a priest had been suspended, removed or deposed, the various diocesan bishops maintain such information (*See*, ECUSA Title III, Canon 6(b)) and communicate it yearly to the Recorder of the Episcopal House of Deputies. The Recorder is required to furnish such information upon proper request. Canon 6(c) of ECUSA. Hence, any official, negative information concerning Appellant Edwards was available at any time to Appellee Dixon from the Recorder, from the Church Pension Board, and from *amicus curiae* since Appellant Edwards is presently canonically resident in the Diocese of Fort Worth. Moreover, had there been informal information that concerning the character and fitness of Appellant Edwards to assume the rectorship of St. John's Parish, *Amici Curiae* Bishop Iker would have shared that with Bishop Dixon during their telephone communications. The undisputed fact is that there is nothing negative in Appellant Edwards' education, experience, character or fitness that would negatively impact his selection of rector by Appellant Vestry. Even Appellee Dixon raised no objection to Rev. Edwards' qualifications or moral character. *See* JA-164 (¶14); JA-182 (¶14); JA-221.

Hence, what is the basis for the finding that Appellant was not "duly qualified" in the judgment of Appellee Dixon? The answer to this question is hotly contested among the parties, and becomes one of many material issues that would

have been fully aired at a trial on the merits, but which were not reached because of the grant of summary judgment by the lower court.

The issue from the perspective of the *Amici Curiae* is simply this: How could a priest be duly qualified in one diocese of ECUSA, and without a change in any facts or indices about that priest, be found not qualified in another diocese of the same church? If a bishop is the absolute, unchecked authority within his diocese, then personal whim can be a reason for finding a rector-candidate not qualified. However, in a constitutionally ordered church such as ECUSA that freely permits movement of its clergy between dioceses, the decision of a bishop must be governed by a more objective standard. It is the position of the *Amici Curiae* that Appellee Dixon stepped beyond the boundaries of her canonical authority and abused her authority.

Had the court permitted a trial on the merits, this issue and the facts underlying it would have been fully litigated. If the lower court is not ordered by this court to dismiss this case, the case should be remanded to the lower court for a hearing on the merits not inconsistent with the opinion of this Court.

IV. The lower court erred in not dismissing this case as a matter of law because the ecclesiastical judicatory process had not be completed

The basic rule governing the interaction between federal courts and ecclesiastical judicatory bodies is that federal courts will await taking action, if it acts at all, until the decision of the ecclesiastical tribunals is complete. Thereafter, the courts will defer to the decision of the ecclesiastical bodies concerning church faith, doctrine, rules and custom. As annunciated in *Watson v. Jones*, 80 U. S.

(132 Wall.) 679 (1871):

[W]e think the rule of action which should govern the civil courts, founded in a broad and sound view of the relations of church and state under our system of laws, and supported by a preponderating weight of judicial authority is, that, whenever the questions of discipline, or of faith, or ecclesiastical rule, custom, or law have been decided by the highest of these church judicatories to which the matter has been carried, the legal tribunals must accept such decisions as final, and as binding on them, in their application to the case before them.

Watson, supra, at p.727.

The Supreme Court has been consistent in maintaining this doctrine of deference to ecclesiastical authorities. See, *Maryland & Va. Churches v. Sharpsburg Church*, 396 U.S. 376 (1970); *Serbian Eastern Orthodox Diocese for the U.S. & Canada v. Milivojevich*, 426 U.S. 696 (1976). Likewise, this Circuit has followed *Watson* in the cases that have come before it. In *E.E.O.C. v. The Roman*

Catholic Diocese of North Carolina et al., 213 F.3d 795 (4th Cir. 2000), an

employment case involving a music director, this Circuit wrote:

Indeed, "civil courts have long taken care not to intermeddle in internal ecclesiastical disputes." *Bell*, 126 F.3d at 330. The Supreme Court has always safeguarded the "unquestioned" prerogative of religious organizations to tend to "the ecclesiastical government of all the individual members, congregations, and officers within the general association." *Watson v. Jones*, 80 U.S. 679, 728-29, 20 L. Ed. 666 (1871); see also *Gonzalez v. Roman Catholic Archbishop of Manila*, 280 U.S. 1, 74 L. Ed. 131, 50 S. Ct. 5 (1929). For "religious freedom encompasses the 'power [of religious bodies] to decide for themselves, free from state interference, matters of church government as well as those of faith and doctrine.'" *Serbian Eastern Orthodox Diocese for the United States of America and Canada v. Milivojevich*, 426 U.S. 696, 721-22, 96 S. Ct. 2372, 49 L. Ed. 2d 151 (1976) (alteration in original) (quoting *Kedroff v. St. Nicholas Cathedral*, 344 U.S. 94, 116, 97 L. Ed. 120, 73 S. Ct. 143 (1952)). "In short, the First and Fourteenth Amendments permit hierarchical religious organizations to establish their own rules and regulations for internal discipline and government" *Serbian Eastern Orthodox Diocese*, 426 U.S. at 724.

213 F. 3d at 800-801.

In *Bell v. Presbyterian Church (U.S.A.) et al*, 126 F. 3d 328 (4th Cir. 1997), this Circuit reviewed a case involving an employee-minister who sued four churches who were funding sources for his employer. Even in such a case that involved funding and a non-church program, this Circuit held that this dispute was ecclesiastical in nature, writing: " Such a decision about the nature, extent, administration, and termination of a religious ministry falls with the ecclesiastical

sphere that the First Amendment protects from civil court intervention.” 126 F. 3d at 333. The case at bar is more clearly an ecclesiastical question than that issue decided in *Bell, supra*, and should be dismissed for the reasons articulated in *Bell, supra*.

The case should be remanded to the lower court with instructions to dismiss the case under the doctrine of deference to ecclesiastical bodies.

V. The Court erred in granting Summary Judgment under Rule 56, Fed. R. Civ. P.

The general rule is that all evidence must be given a reading most favorable to the non-moving party –the Appellants Edwards and Vestry in this case – in ruling on a motion for summary judgment. A fair reading of the lower court’s opinion demonstrates that it did just the opposite. All weight was given to the evidence of the moving party, Appellee Dixon.

If the lower court was going to rule on ECUSA’s polity and doctrine, it gravely erred in doing so without benefit of a full hearing and arguments by the parties. Even with a full hearing, there is grave danger that a court will misconstrue and misinterpret church polity and doctrine (as the lower court did here), and for that reason the courts have been reluctant to enter such controversies. *See, e.g., Watson, supra*.

But if a court chooses, rightly or wrongly, to retain jurisdiction to such a case, surely the Court increases its chances of error by granting relief by summary judgment, rather than having all of the evidence and all of the arguments before it.

In cases of ecclesiastical controversy, our basic sense of fairness and a desire by all courts "to get it right" mandates as a practical matter a full hearing on the merits and the avoidance of concluding litigation by summary judgment..

CONCLUSION

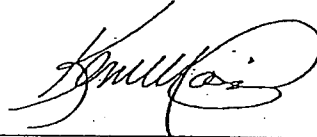
Retaining subject matter jurisdiction of this case was a fundamental error committed by the lower court. Rather than following the weight of authority and dismissing the case because it involves the faith, doctrine, beliefs and customs of the Episcopal Church U. S. A., the court retained jurisdiction. The lower court should have dismissed this action in deference to the ecclesiastical processes that were and remain to this day underway. The lower court's summary judgment opinion demonstrates the rationale for this deference by courts to ecclesiastical bodies: the lower court erred in its interpretation of Episcopal polity. The court, in effect, rewrote ECUSA canon law by modifying the thirty-day provision contained in Canon 17 and misconstrued the power and duties of a bishop of ECUSA.

Finally, the lower court erred in its application of the requirements of Rule 56,

Fed. R. Civ. P. by giving all reasonable inferences of the evidence to the moving, rather than the non-moving party.

For these reasons, the case should be remanded to the lower court with instructions to dismiss the case. In the alternative, the case should be remanded to the lower court for a full hearing on the merits not inconsistent with this court's ruling.

Respectfully submitted,



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CERTIFICATE OF COMPLIANCE

This Amicus Brief has been prepared using:

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14 Point Type Space.

EXCLUSIVE of the Table of Contents; Table of Citations; any Addendum containing statutes, rules, or regulations; the Certificate of Service; Statement Regarding Oral Argument, this Brief contains 4,014 words.

I understand that a material misrepresentation can result in the Court's striking the brief and imposing sanctions. If the Court so directs, I will provide an electronic version of the Brief and/or a copy of the word or line print-out.



Signature of Filing Party

ECUSA 000873

A1071

CERTIFICATE OF FILING AND SERVICE

I hereby certify that on this 21st day of December, 2001, I filed with the Clerk's Office of the United States Court of Appeals for the Fourth Circuit, via hand delivery, the required number of copies of this Amicus Brief and Motion, and further certify that on this same day I served, via UPS Next Day Air for Saturday Delivery, two true and exact copies of said Brief and one Motion to the following:

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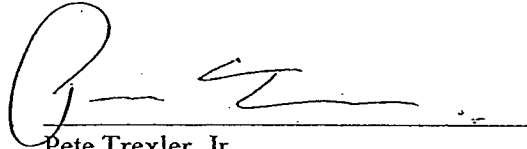
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A1072

The necessary filing and service to Counsel was performed in accordance
with the instructions given me by counsel in this case.

A handwritten signature in black ink, appearing to read 'Pete Trexler, Jr.', written over a horizontal line.

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ECUSA 000875

A1073

D

No. 30-1573

D. 5. 31

THE EPISCOPAL DIOCESE OF DALLAS, CORPORATION OF THE EPISCOPAL DIOCESE OF DALLAS.	§	IN THE DISTRICT COURT OF
THE EPISCOPAL DIOCESE OF FORT WORTH, CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH, THE RIGHT REV. DONIS D. PATTERSON, TRUSTEE, and THE RIGHT REV. A. DONALD DAVIES, TRUSTEE	§	DALLAS COUNTY, TEXAS
VS.	§	
JIM MATTOX, ATTORNEY GENERAL OF TEXAS	§	JUDICIAL DISTRICT

PLAINTIFFS' ORIGINAL PETITION

TO THE HONORABLE JUDGE OF SAID COURT:

NOW COME plaintiffs. The Episcopal Diocese of Dallas, acting by and through its Bishop, The Right Rev. Donis D. Patterson; Corporation of the Episcopal Diocese of Dallas, acting by and through its president Paul Eggers; The Episcopal Diocese of Fort Worth, acting by and through its Bishop, The Right Rev. A. Donald Davies; Corporation of the Episcopal Diocese of Fort Worth, acting by and through its president Gene Engleman; The Right Rev. Donis D. Patterson, Trustee of the E. D. Farmer Foundation, of the E. D. Farmer Trust and of St. Paul's Trust; and The Right Rev. A. Donald Davies, proposed Trustee of the E. D. Farmer Foundation - Fort Worth, of the E. D. Farmer Trust and of St. Paul's Memorial Fund - Fort Worth, and file this their Plaintiffs' Original Petition seeking a declaratory judgment confirming the hereinafter described division of assets, properties, investments, trusts and related matters by and between the Episcopal Diocese of Dallas and the Episcopal Diocese of Fort Worth, and in support of this petition plaintiffs would respectfully show the Court as follows:

1. Plaintiff, The Episcopal Diocese of Dallas ("the Diocese of Dallas"), is a duly constituted religious organization, organized pursuant to the Constitution and Canons of the Protestant

Episcopal Church in the United States of America (the "Episcopal Church"), with principal offices in Dallas, Dallas County, Texas. The Right Rev. Donis D. Patterson, Bishop of the Diocese of Dallas, represents the Diocese of Dallas in this proceeding.

Plaintiff, Corporation of the Episcopal Diocese of Dallas ("Dallas Episcopal Corporation") is a Texas non-profit corporation, duly organized under the Constitution and Canons of the Episcopal Diocese of Dallas, having its principal place of business in Dallas County, Texas. Its President, Paul Eggers, represents the Dallas Episcopal Corporation in this proceeding.

Plaintiff, The Episcopal Diocese of Fort Worth ("the Diocese of Fort Worth"), is a duly constituted religious organization, organized pursuant to the Constitution and Canons of the Protestant Episcopal Church in the United States of America, with principal offices in Fort Worth, Tarrant County, Texas. The Right Rev. A. Donald Davies is the Bishop of the Diocese of Fort Worth, and represents the Diocese of Fort Worth in this proceeding.

Plaintiff, Corporation of the Episcopal Diocese of Fort Worth ("Fort Worth Episcopal Corporation") is a Texas nonprofit corporation, duly organized under the Constitution and Canons of the Episcopal Diocese of Fort Worth, with its principal place of business in Tarrant County, Texas. Its President, Gene Engleman, represents the Fort Worth Episcopal Corporation in this proceeding.

Plaintiff, The Right Rev. Donis D. Patterson, Trustee, appears in this proceeding in an additional representative capacity on behalf of the E. D. Farmer Foundation, the E. D. Farmer Trust, and St. Paul's Trust.

Plaintiff, The Right Rev. A. Donald Davies, appears in this proceeding in an additional representative capacity as proposed trustee of the E. D. Farmer Foundation - Fort Worth, of the E. D. Farmer Trust, and of St. Paul's Memorial Fund - Fort Worth.

Defendant, Jim Mattox, is the present Attorney General of the State of Texas, and is the proper person to represent the interest of the public in this action under Art. 4412(a)(2), Revised Civil Statutes of Texas. The Attorney General may be found for service in Austin, Travis County, Texas.

II.

The subject matter of this action is the division of the Diocese of Dallas and its assets including real and personal property whether standing in the name of the Diocese of Dallas or any of its Bishops.

III.

Prior to June 19, 1982, the Episcopal Diocese of Dallas was composed of an area consisting of the following 48 Counties in the State of Texas: Archer, Bosque, Bowie, Brown, Camp, Cass, Clay, Collin, Comanche, Cooke, Dallas, Deita, Denton, Eastland, Ellis, Erath, Fannin, Franklin, Grayson, Hamilton, Henderson, Hill, Hood, Hopkins, Hunt, Jack, Johnson, Kaufman, Lamar, Mills, Montague, Morris, Navarro, Palo Pinto, Parker, Rains, Red River, Rockwall, Somervell, Stephens, Tarrant, Titus, Upshur, Van Zandt, Wichita, Wise, Wood, and Young. Immediately prior to June 19, 1982, the Rt. Rev. A. Donald Davies was the Bishop of the Diocese of Dallas, having served in that capacity from 1970. He was preceded in the office of Bishop of the Diocese of Dallas by the Rt. Rev. Alexander C. Garrett, who served as the Bishop of Dallas from 1874 to 1924; the Rt. Rev. Harry T. Moore, who served as Bishop from 1924 to 1946; and the Rt. Rev. Charles Avery Mason, who served as Bishop from 1946 to 1970. In accordance with Article 13 of the Constitution of the Episcopal Diocese of Dallas as then in effect, the title to all real estate acquired for the use of the Episcopal Church in the Diocese of Dallas was vested in the name of the Bishop and his successors in office in trust. In addition, the Bishop of the Episcopal Diocese of Dallas is named as the Trustee of (1) what is known as the E. D. Farmer Foundation, which was created by an instrument in writing dated February 26, 1948; (11) what is

commonly known as the E. D. Farmer Trust, which was originally created by that certain Warranty Deed dated August 11, 1930, which is recorded in Book 1111, Page 623, of the Deed Records of Tarrant County, Texas, wherein certain property in Fort Worth, in Tarrant County, Texas, was conveyed to the Bishop of the Diocese of Dallas by George Beggs, Executor; and (iii) what is known as St. Paul's Trust which was created by that certain instrument dated December 30, 1960, executed by C. Avery Mason and his wife.

IV.

On June 19, 1982, at a duly called Special Convention of the Diocese of Dallas, at which convention the required quorum of members of the clergy and lay persons was in attendance and voting, the division of the Diocese of Dallas into two separate dioceses as permitted by Article V of the Constitution of the Episcopal Church was duly approved. One of such dioceses was to continue to be known as the Episcopal Diocese of Dallas encompassing the following 25 Counties in the State of Texas: Bowie, Camp, Cass, Collin, Dallas, Delta, Denton, Ellis, Fannin, Franklin, Grayson, Henderson, Hopkins, Hunt, Kaufman, Lamar, Morris, Navarro, Rains, Red River, Rockwall, Titus, Upshur, Van Zandt, and Wood. The other diocese was to bear such name as might be adopted at an organizational convention at a future date and was to encompass the following 23 Counties in the State of Texas: Archer, Bosque, Brown, Clay, Comanche, Cooke, Eastland, Erath, Hamilton, Hill, Hood, Jack, Johnson, Mills, Montague, Palo Pinto, Parker, Somervell, Stephens, Tarrant, Wichita, Wise, and Young. At this same convention of the Diocese of Dallas, general resolutions were properly adopted authorizing the appointment of a committee of an equal number of clergy and laymen from each diocese to report back at the annual convention to be held on October 1, 1982, with recommendations as to the division between the two dioceses of the assets and liabilities, including both real and personal property.

V.

On the 1st day of October, 1982, in Dallas, Texas, at a duly called annual convention of the Diocese of Dallas, at which convention a quorum of members of the clergy and lay persons was present and voting, a resolution was duly approved dividing the assets and liabilities, including both real and personal property, between the Diocese of Dallas and the new Diocese of Fort Worth, a true copy of said resolution being attached to this petition and marked Exhibit A.

VI.

On November 13, 1982, a primary convention of the newly formed diocese was held in Fort Worth, Texas, at which convention a quorum of clergy and lay persons was in attendance. At such primary convention in Fort Worth, Texas, the Diocese of Fort Worth was duly organized and established pursuant to the Constitution and Canons of the Episcopal Church. At such convention the Diocese of Fort Worth also adopted a Constitution and Canons for its own governance. Article 13 of such Constitution provides that title to all real property acquired for the use of the Church in the Diocese shall be vested in a corporation to be known as Corporation of the Episcopal Diocese of Fort Worth. Pursuant to such provision the Diocese of Fort Worth has caused a Texas non-profit corporation, bearing the name Corporation of the Episcopal Diocese of Fort Worth, to be organized. Gene Engleman was designated as the President of the Fort Worth Episcopal Corporation.

VII.

As provided by Article V of the Constitution of the Episcopal Church, in case a diocese is divided into two or more dioceses, the Bishop of the diocese divided may elect the one to which he will be attached, and he thereupon becomes the Bishop thereof. The Rt. Rev. A. Donald Davies, who was serving as the Bishop of the Diocese of Dallas at the time of the division, elected to become the Bishop of the new Diocese of Fort Worth, leaving a vacancy in the office of Bishop of the Diocese of Dallas. Thereafter, in accordance with the Constitution and

Canons of the Episcopal Church, the Rev. Doris D. Patterson was elected to be the Bishop of the Diocese of Dallas and was consecrated to that office on October 29, 1983, and is serving in that capacity on the date hereof.

VIII

On December 2, 1983, at a duly called Annual Convention of the Diocese of Dallas, at which convention a quorum of members of the clergy and lay persons was present and voting, the Diocese of Dallas, on a second reading, adopted a revised Constitution and Canons. Article 13 of such Constitution as so revised provides that title to all real property acquired for the use of the Church in the Diocese shall be vested in a corporation to be known as Corporation of the Episcopal Diocese of Dallas. Pursuant to such provision the Diocese of Dallas has caused a Texas non-profit corporation, bearing the name Corporation of the Episcopal Diocese of Dallas, to be organized. Paul Eggers was designated as the President of the Dallas Episcopal Corporation.

IX.

Pursuant to the terms of the resolution adopted by the plaintiffs, the Diocese of Dallas and the Diocese of Fort Worth, various assets, properties, investments, trusts and related matters have been divided between the two plaintiff dioceses in an equitable manner, consistent with the number of Clergy and lay persons within each diocese and with due regard to the duties, responsibilities and obligations of the Clergy and lay persons within the two dioceses. The Diocese of Dallas as the continuing diocese remains the beneficial owner of all real and personal property other than that real and personal property specifically vested in or conveyed by this petition and court order to the Diocese of Fort Worth, subject to the provisions of subparagraph E of this Article IX. This Court is, accordingly, respectfully requested to record and declare that legal title to the following real and personal property shall be as follows:

A. With respect to the Diocese of Fort Worth, title to the following assets and property shall be vested by this declaratory judgment in Corporation of The Episcopal Diocese of Fort Worth; to wit.

(1) All real property which as of December 31, 1982 stands in the name of Episcopal Diocese of Dallas or in the name of any of its Bishops as Bishop of Dallas, including Bishop Alexander C. Garrett, Bishop Harry T. Moore, Bishop Charles Avery Mason, Bishop A. Donald Davies, or Bishop Donis D. Patterson, which is physically located within the counties of Archer, Bosque, Brown, Clay, Comanche, Cooke, Eastland, Erath, Hamilton, Hill, Hood, Jack, Johnson, Mills, Montague, Palo Pinto, Parker, Somervell, Stephens, Tarrant, Wichita, Wise, and Young, State of Texas, and the certain properties located in Dallas County, Texas presently held for the use and benefit of the Episcopal parishes of St. Andrew's and St. Joseph's in Grand Prairie, Texas (which two parishes are part of the Diocese of Fort Worth) described on Exhibit B attached hereto and incorporated herein by reference, save and except that real property in any of the foregoing counties standing in the name of or held for the benefit of any parish, mission or entity located in the counties now comprising the Diocese of Dallas, which parish, mission or entity shall continue to hold and own such real property, or have such real property held for its benefit by the Dallas Episcopal Corporation;

(2) Thirty-five percent (35%) in value of the assets and funds under the investment management of the Episcopal Foundation or the Department of Finance of the Diocese of Dallas as of December 31, 1982 and specifically designated or otherwise known as the Fund for the Endowment for the Episcopate, Episcopal Funds and the Memorial Scholarship Fund out of both the Common Trust-Growth Fund and the Common Trust-Income Fund.

(3) Thirty-five percent (35%) in value of the assets administered by the Department of Finance of the Diocese of Dallas of the Protestant Episcopal Church as of December 31, 1982 and specifically designated or otherwise known as the Operating Fund, Revolving Fund, Diocesan Discretionary Fund, St. Peter's Loan Fund, Ada S. Price Estate, Hispanic Ministries Fund, and World Missions Funds (Diocese of Mexico).

(4) Certain real estate known generally as Camp Crucis located in Howl County, Texas; provided, however, that any ad valorem tax liability of Camp Crucis, if any, for years through December 31, 1982 and interest and penalty thereon, as shall be ultimately determined by final judgment of a court of competent jurisdiction or settlement mutually agreed to by the plaintiffs, shall be divided so that sixty-five percent (65%) of such liability shall be the responsibility of the Diocese of Dallas and thirty-five percent (35%) of such liability shall be the responsibility of the Diocese of Fort Worth. Any ad valorem tax liability, if any, for years commencing January 1, 1983 and interest and penalty thereon shall be the responsibility of the Diocese of Fort Worth.

B. The Diocese of Fort Worth shall be vested with the management, responsibility and control of Episcopal F storall Center, a Texas non-profit corporation, and Canterbury Houses at University of Texas at Arlington, Arlington, Texas (Anselm at St. Alban's), Texas Christian University, Fort Worth, Texas (St. Edward's at Trinity), and Tarlton State University, Stephenville, Texas, pursuant to the Articles of Incorporation, Bylaws or other governing instruments relating to each such entity.

C. With respect to the Diocese of Dallas, title to all remaining property not conveyed to the Diocese of Fort Worth by virtue of the judgment herein shall without any further action

by the Bishop of the Diocese of Dallas be vested by this declaratory judgment in Corporation of the Episcopal Diocese of Dallas; including, but not limited to.

(1) All real property which as of December 31, 1982 stands in the name of the Diocese of Dallas or in the name of any of its Bishops as Bishop of Dallas including Bishop Alexander C. Garrett, Bishop Harry T. Moore, Bishop Charles Avery Mason, Bishop A. Donald Davies, and Bishop Donis D. Patterson, or in the name of any parish, mission, or institution of the Diocese of Dallas and which is physically located within the counties of Bowie, Camp, Cass, Collin, Dallas, Delta, Denton, Ellis, Fannin, Franklin, Grayson, Henderson, Hopkins, Hunt, Kaufman, Lamar, Morris, Navarro, Rains, Red River, Rockwall, Titus, Upshur, Van Zandt, and Wood, State of Texas; save and except that real property in any of the foregoing counties standing in the name of or held for the benefit of any parish, mission or entity located in the counties now comprising the Diocese of Fort Worth, which parish or mission or entity shall continue to hold and own such real property, or have such real property held for its benefit by the Fort Worth Episcopal Corporation; and save and except the properties located in Dallas County, Texas presently held for the use and benefit of the Episcopal parishes of St. Andrew's and St. Joseph's located in Grand Prairie, Texas (which two parishes are part of the Diocese of Fort Worth).

(2) The remaining sixty-five percent (65%) in value of the assets and funds under the investment management of The Episcopal Foundation or the Department of Finance of the Diocese of Dallas as of December 31, 1982 and specifically designated or otherwise known as the Fund for the Endowment for the Episcopate, Episcopal Funds and the Memorial Scholarship Fund out of both the Common Trust-Growth Fund and the Common Trust-Income Fund.

(3) The remaining sixty-five percent (65%) in value of the assets and funds administered by the Department of Finance of the Diocese of Dallas of the Protestant Episcopal Church as of December 31, 1982 and specifically designated or otherwise known as the Operating Fund, Revolving Fund, Diocesan Discretionary Fund, St. Peter's Loan Fund, Ada S. Price Estate, Hispanic Ministries Fund, and World Missions Funds (Diocese of Mexico).

(4) That certain real property and improvements thereon known generally as The Bishop Mason Retreat and Conference Center, Denton County, Texas.

D. The Diocese of Dallas shall continue the responsibility, management and control of the following organizations and entities pursuant to the Articles of Incorporation, Bylaws or other governing instruments relating to each such organization and entity; to wit:

(1) Children's Foundation of the Episcopal Diocese of Dallas, a Texas non-profit corporation;

(2) Episcopal Foundation, Inc., a Texas nonprofit corporation;

(3) Canterbury House at NTSU & TWU in Denton, Texas; Canterbury Board at ETSU in Commerce, Texas, Episcopal Collegiate Center (St. Alban) at Southern Methodist University, Dallas, Texas;

(4) St. Phillips Community Center in Dallas, Texas;

(5) St. Simon's Child Care Center;

(6) Clergy House at Cedar Creek;

(7) Golden Trophy property, Dallas County, Texas;

(8) Holy Family School, McKinney, Texas;

(9) Episcopal Recreation Center, Texoma, Texas.

E. Nothing in this lawsuit shall be deemed to deal with, or otherwise affect, properties, real or personal, disposed of under testamentary or inter vivos gift executed or effective prior to December 31, 1982, which bequest is to the Diocese of Dallas or the Bishop thereof.

X.

Plaintiff. The Right Rev. Donis D. Patterson, would respectfully show the Court that by virtue of his ordination and consecration as Bishop of the Diocese of Dallas he became and now acts as Trustee of the E. D. Farmer Foundation, the E. D. Farmer Trust and St. Paul's Trust, and as Trustee of such trusts is governed by the terms and provisions of separate trust documents and court orders. In connection with each of the foregoing trusts, plaintiff, The Right Rev. Donis D. Patterson, would show the Court that the plaintiff dioceses have agreed that the following division is proper:

A. E. D. Farmer Foundation. On February 26, 1948, the E. D. Farmer Foundation was created by an instrument in writing, a true copy of which is attached hereto as Exhibit C. Under the terms of the document creating the E. D. Farmer Foundation, the Trustee named therein was the then presiding Bishop of the Episcopal Diocese of Dallas, and his successors in office.

In accordance with the division of assets and trust properties by and between the Dioceses of Fort Worth and Dallas, it has been determined that sixty five percent (65%) in value of the assets (excluding real property or any leasehold interests in real property) of the E. D. Farmer Foundation as of December 31, 1982 shall remain as the assets of the existing E. D. Farmer Foundation, and thirty-five percent (35%) in value of the assets (excluding real-property or any leasehold interests in real property) of the E. D. Farmer Foundation as of December 31, 1982 shall become the assets of a new E. D. Farmer Foundation - Fort Worth, which new foundation shall contain the same terms, conditions and provisions as those contained in Exhibit C: save and except the Trustee of the new E. D. Farmer Foundation - Fort Worth, shall be the Bishop of the Episcopal Diocese of Fort Worth, and his successors in office. Also in accordance with the division of assets and trust properties by and between the Dioceses of Fort Worth and Dallas, it has been determined that any real property or leasehold interests in real property and any improvements thereon of the E. D. Farmer

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Foundation and located in Dallas County, shall remain as assets of the existing E. D. Farmer Foundation, and that all other real property or leasehold interests in real property and any improvements thereon of the E. D. Farmer Foundation shall be conveyed to the new E. D. Farmer Foundation - Fort Worth. Any and all liabilities or taxes associated with such real property or leasehold interests shall be the sole responsibility of the Foundation which owns such property after the entry of an order herein. A true copy of the proposed E. D. Farmer Foundation - Fort Worth is attached hereto as Exhibit D.

B. E. D. Farmer Trust. On August 11, 1930, certain real property in Fort Worth, Tarrant County, Texas was conveyed by George Beggs, Executor, to Bishop Harry T. Moore of the Episcopal Diocese of Dallas, and his successors in office, such conveyance being in the form of a Warranty Deed which is recorded in Book 1111, Page 623 of the Deed Records of Tarrant County, Texas, to which record reference is here made. The real property described in the aforementioned Deed is likewise subject to the terms and provisions of the final judgment rendered in Cause No. 5,817-A, in the 48th Judicial District Court of Tarrant County, Texas, styled University of the South vs. All Saints Episcopal Church of Weatherford, Texas, et al. In accordance with the division of assets and trust properties between the Dioceses of Dallas and Fort Worth, title to all assets, including real property, owned by the E. D. Farmer Trust, as above-described, shall be vested as of December 31, 1982 in The Right Rev. A. Donald Davies, Bishop of the Diocese of Fort Worth, and his successors in office, subject to the terms and provisions of the Warranty Deed recorded in Book 1111, Page 623, of the Deed Records of Tarrant County, Texas, and the final judgment in Cause No. 51817-A described above.

C. St. Paul's Trust. On December 30, 1960, C. Avery Mason and wife transferred certain assets, constituting what is generally known as St. Paul's Trust, to the Bishop of the

Diocese of Dallas, the Treasurer of the Diocese of Dallas, and the Chancellor of the Diocese of Dallas, in accordance with the terms of a written trust agreement, a true copy of which is attached hereto and marked Exhibit E. In accordance with the division of assets and trust properties by and between the Dioceses of Fort Worth and Dallas, it has been determined that sixty-five percent (65%) in value of the assets of St. Paul's Trust as of December 31, 1982 shall remain as the assets of St. Paul's Trust, and thirty-five percent (35%) in value of the assets of St. Paul's Trust as of December 31, 1982 shall become the assets of a new St. Paul's Trust-Fort Worth, which new trust shall contain the same terms, conditions and provisions as those contained in Exhibit E, save and except that the Trustee of the new St. Paul's Trust-Fort Worth, shall be the Bishop of the Diocese of Fort Worth, the Treasurer of the Diocese of Fort Worth, and the Chancellor of the Diocese of Fort Worth. A true copy of the proposed St. Paul's Trust-Fort Worth, is attached hereto as Exhibit F.

WHEREFORE, Plaintiffs request that the Defendant be cited to appear and answer and that on final hearing plaintiffs have judgment for:

1. A declaration that with respect to the Diocese of Fort Worth that Corporation of the Episcopal Diocese of Fort Worth shall henceforth own and control, pursuant to the Constitution and Canons of the Episcopal Diocese of Fort Worth, the following:

A. All real property which as of December 31, 1982 stands in the name of the Episcopal Diocese of Dallas or any of its Bishops as Bishop of Dallas, including Bishop Alexander C. Garrett, Bishop Harry T. Moore, Bishop Charles Avery Mason, Bishop A. Donald Davies, or Bishop Donis D. Patterson which is physically located within the counties of Archer, Bosque, Brown, Clay, Comanche, Cook, Eastland, Erath, Hamilton, Hill, Hood, Jack, Johnson, Mills, Montague, Palo Pinto, Parker, Somervell, Stephens, Tarrant,

Wichita, Wise, and Young, State of Texas, and those properties located in Dallas County, Texas presently held for the use and benefit of the Episcopal parishes of St. Andrew's and St. Joseph's, Grand Prairie, Texas, as attached hereto as Exhibit B; save and except that real property in any of the foregoing counties standing in the name of or held for the benefit of any parish, mission or entity located in the counties now comprising the Diocese of Dallas, which parish, mission or entity shall continue to hold and own such real property, or have such real property held for its benefit by the Dallas Episcopal Corporation.

B. Thirty-five percent (35%) in value of the assets and funds under the investment management of the Episcopal Foundation or the Department of Finance of the Diocese of Dallas as of December 31, 1982 and specifically designated or otherwise known as the Fund for the Endowment of the Episcopate, Episcopal Funds and the Memorial Scholarship Fund out of both the Common Trust-Growth Fund and the Common Trust-Income Fund.

C. Thirty-five percent (35%) in value of the assets administered by the Department of Finance of the Diocese of Dallas of the Protestant Episcopal Church as of December 31, 1982 and specifically designated or otherwise known as the Operating Fund, Revolving Fund, Diocesan Discretionary Fund, St. Peter's Loan Fund, Ada S. Price Estate, Hispanic Ministries Fund, and World Missions Funds (Diocese of Mexico).

D. Certain real estate known generally as Camp Crucis located in Hood County, Texas; provided, however, that any ad valorem tax liability, if any, for years through December 31, 1982, and interest and penalty thereon, as shall ultimately be determined by final judgment of a court of competent jurisdiction or settlement mutually agreed to by the Plaintiffs, shall be divided so that, sixty-five percent (65%) of any such liability shall

be the responsibility of the Episcopal Diocese of Dallas and thirty-five percent (35%) of any such liability shall be the responsibility of the Episcopal Diocese of Fort Worth. Any ad valorem tax liability, if any, for years commencing January 1, 1983 and any interest and penalty thereon shall be the sole responsibility of the Diocese of Fort Worth.

2. A declaration that the Episcopal Diocese of Fort Worth shall henceforth, pursuant to its Constitution and Canons and the Articles of Incorporation Bylaws or other governing instruments relating to each such entity and Canterbury Houses at University of Texas at Arlington, Arlington, Texas (Anselm at St. Alban's), Texas Christian University, Fort Worth, Texas (St. Edwards's - Trinity) and Tarlton State University, Stephenville, Texas, have the management, responsibility and control of the entities known as the Episcopal Pastoral Center, a Texas non-profit corporation.

3. A declaration that The Right Rev. A. Donald Davies, Bishop of the Episcopal Diocese of Fort Worth, and his successors in office, is designated as the Successor Trustee to the E. D. Farmer Trust.

4. A declaration that The Right Rev. A. Donald Davies, Bishop of the Episcopal Diocese of Fort Worth, and his successors in office, be designated as the Trustee to thirty-five percent (35%) in value of the assets of St. Paul's Trust, pursuant to the same terms, conditions and provisions as the original St. Paul's Trust in Dallas, Texas, and designated as St. Paul's Trust-Fort Worth.

5. A declaration that the Right Rev. A. Donald Davies, Bishop of the Episcopal Diocese of Fort Worth, and his successors in office, is designated as the Trustee of thirty-five percent (35%) in value of the assets (excluding real property or any leasehold interests in real property and any improvements thereon) of the E. D. Farmer Foundation, as of December 31, 1982 and of all real property or any leasehold interests in real property and any improvements thereon of the E. D. Farmer

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Foundation which property is not located in Dallas County, Texas, pursuant to the same terms, conditions, and provisions as the original E. D. Farmer Foundation in Dallas, Texas and designated as the E. D. Farmer Foundation-Fort Worth. E. D. Farmer Foundation-Fort Worth shall further assume any and all liabilities and taxes against such properties assigned to it.

6. A declaration that with respect to the Diocese of Dallas that Corporation of the Episcopal Diocese of Dallas shall henceforth own and control, pursuant to the Constitution and Canons of the Episcopal Diocese of Dallas, all remaining assets, funds, trusts, and real property of whatever kind or nature, provided, however, that such declaration shall not be deemed to deal with, or otherwise affect, properties, real or personal, disposed of under testamentary or inter vivos gift executed or effective prior to December 31, 1982, which bequest is to the Diocese of Dallas or the Bishop thereto) which has not been transferred or conveyed to the Corporation of the Episcopal Diocese of Fort Worth herein and by such order of the Court as may be issued pursuant hereto, including, but not limited to the following:

A. All real property which as of December 31, 1982 stands in the name of the Diocese of Dallas or any of its Bishops as Bishop of Dallas, including Bishop Alexander C. Garrett, Bishop Harry T. Moore, Bishop Charles Avery Mason, Bishop A. Donald Davies, or Bishop Donis D. Patterson or in the name of any parish, mission or institution of the Diocese of Dallas, and which such property is physically located within the Counties of Bowie, Camp, Cass, Collin, Dallas, Delta, Denton, Ellis, Fannin, Franklin, Grayson, Henderson, Hopkins, Hunt, Kaufman, Lamar, Morris, Navarro, Raina, Red River, Rockwall, Titus, Upshur, Van Zandt, and Wood, State of Texas: save and except that real property in any of the foregoing counties standing in the name of or held for the benefit of any parish, mission or entity located in the counties now comprising the Diocese of Fort Worth, which parish, mission or entity shall continue to

hold and own such real property, or have such real property held for its benefit by the Fort Worth Episcopal Corporation, and save and except the properties located in Dallas County, Texas presently held for the use and benefit of the Episcopal parishes of St. Andrew's and St. Joseph's located in Grand Prairie, Texas (which two parishes are part of the Diocese of Fort Worth).

B. The remaining sixty-five percent (65%) in value of the assets and funds under the investment management of The Episcopal Foundation as of December 31, 1982 and specifically designated or otherwise known as the Fund for the Endowment for the Episcopate, the Episcopal Funds and the Memorial Scholarship Fund out of both the Common Trust-Growth Fund and the Common Trust-Income Fund.

C. The remaining sixty-five percent (65%) in value of the assets and funds administered by the Department of Finance of the Diocese of Dallas of the Protestant Episcopal Church as of December 31, 1982 and specifically designated or otherwise known as the Operating Fund, Revolving Fund, Diocesan Discretionary Fund, St. Peter's Loan Fund, Ada S. Price Estate, Hispanic Ministries Fund, and World Missions Funds (Diocese of Mexico).

D. Certain real property and improvements thereon known generally as The Bishop Mason Retreat and Conference Center in Denton County, Texas.

7. A declaration that the Diocese of Dallas shall henceforth, pursuant to its Constitution and Canons, continue to have the responsibility, management and control of the following organizations and entities:

A. Children's Foundation of the Episcopal Diocese of Dallas, a Texas non-profit corporation;

B. Episcopal Foundation, Inc., a Texas non-profit corporation;

C. Canterbury House at NTSU & TWU in Denton, Texas;
Canterbury Board at ETSU in Commerce, Texas, Episcopal
Collegiate Center (St. Alban) at Southern Methodist
University, Dallas, Texas;

D. St. Phillips Community Center in Dallas, Texas;

E. St. Simon's Child Care Center;

F. Clergy House at Cedar Creek;

G. Golden Trophy property, Dallas County, Texas;

H. Holy Family School, McKinney, Texas

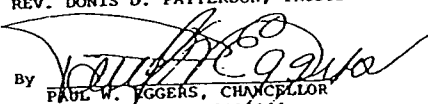
I. Episcopal Recreation Center, Texoma, Texas

8. A declaration that the Bishop of the Diocese of
Dallas, and his successors in office, be designated as the
Trustee of the remaining sixty-five percent (65%) in value of
the assets of St. Paul's Trust, as presently constituted, as of
December 31, 1982.

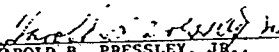
9. A declaration that the Right Rev. Donis D. Patterson,
Bishop of the Episcopal Diocese of Dallas, and his successors
in office be designated as the Trustee of the remaining
sixty-five percent (65%) in value of the assets (excluding real
property or any leasehold interests in real property and any
improvements thereon) of the E. D. Farmer Foundation as of
December 31, 1982 and all real property or leasehold interests
in real property and any improvements thereon of the E. D.
Farmer Foundation which property is physically located in
Dallas County, Texas, and further to assume any and all liabil-
ities and taxes against such properties.

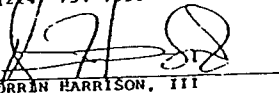
10. Such other and further relief, at law or in equity, as
to which by this pleading, or proper amendment thereto, the
plaintiffs may show themselves justly entitled to receive.

THE EPISCOPAL DIOCESE OF DALLAS,
CORPORATION OF THE EPISCOPAL
DIOCESE OF DALLAS, and THE RIGHT
REV. DONIS D. PATTERSON, TRUSTEE

By 
PAUL W. EGGERS, CHANCELLOR
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1407 Main Street - Suite 335
Dallas, Texas
(214) 748-9536

LOCKE, PURNELL, BOREN, LANEY & NEELY
(A Professional Corporation)

By 
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3600 RepublicBank Tower
Dallas, Texas 75201
(214) 754-7650


By 
ORRIN HARRISON, III
State bar No. 09130700
3600 RepublicBank Tower
Dallas, Texas 75201
(214) 754-7550

THE EPISCOPAL DIOCESE OF FORT WORTH,
CORPORATION OF THE EPISCOPAL DIOCESE
OF FORT WORTH, and THE RIGHT
REV. A. DONALD DAVIES, TRUSTEE

By 
MICHAEL KESSEL, CHANCELLOR
State bar No. 11316000

By 
ROBERT M. RANDOLPH
ASSISTANT CHANCELLOR
State Bar No. 16540000

GODFREY, DECKER, McMACKIN, SHIPMAN,
McLANE & BOURLAND

By 
JOHN B. McCLANE
State Bar No. 13392000
1800 Commerce Building
Fort Worth, Texas 76102
(817) 336-0361

DIVISION OF THE EPISCOPAL DIOCESE OF DALLAS

The Rev. Canon James P. DeWolfe Jr., Chairman of the Special Committee on the Division of the Diocese, presented the following resolution:

WHEREAS, a Special Convention of the Diocese of Dallas was held on June 19, 1942, which Convention adopted a resolution to divide the Diocese of Dallas, such division having the approval of the Bishop; and

WHEREAS, it was resolved that a committee should be appointed composed of an equal number of clergy and laity from each diocese, said committee to report back to the Annual Convention to be held on October 1, 1942, with recommendations as to the division between the two dioceses of the assets and liabilities, including both real and personal property; and

WHEREAS, the committee has conducted meetings, holding public hearings in Fort Worth and Dallas, and, after due deliberation, the committee recommends division as hereinafter set forth.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Title to all real property, including real property of the parishes, missions and institutions located within the territorial boundaries of the western diocese shall be transferred to the western diocese, and title to all real property located within the territorial boundaries of the continuing Diocese of Dallas shall remain in the Diocese of Dallas, except, however, small oil and gas interests owned by Episcopal Funds, Inc., shall be divided according to Paragraph hereafter. All real property, wherever title is vested, shall be taken subject to any indebtedness that may exist against such property, with the following exception. The contested ad valorem tax liability of Camp Crucis shall be divided on a sixty-five percent (65%) / thirty-five percent (35%) basis as of the date of the division of the diocese. See Exhibit A attached hereto.

2. All funds, corpus and liabilities of those funds set out in Exhibit B hereto shall be divided on the basis of sixty-five percent (65%) of such funds, corpus and liabilities being retained by the Diocese of Dallas, and thirty-five percent (35%) of such corpus, funds and liabilities being transferred to the western diocese. Determination of the amount to be divided shall be made on the basis of a balance sheet showing assets and liabilities and accumulated income, such balance sheet to be prepared on the last day of the month preceding the month in which the primary Convention is held for the formation of the western diocese.

3. The Diocese of Dallas, after the division, pledges to give to the western diocese a gift from the operating funds in the amount of One Hundred Thousand Dollars (\$100,000.00), payable in three (3) equal installments for a period of three (3) years beginning on the last day of the calendar year following the division and each succeeding last day of the calendar year until the full amount has been paid.

4. No division is to be made of (a) the Episcopal Foundation since it owns no assets and is merely the investment manager of various funds of the diocese, and (b) the Children's Foundation of the Episcopal Diocese of Dallas since the charter prohibits a transfer out of the City of Dallas.

5. Each diocese is encouraged to provide joint use of the real property, corporation and programs set out in Exhibit C.

6. Venture in Mission will be administered by an accountability committee with an equal number of members from both dioceses, and disbursement of all funds will be made by authorization of the Executive Councils of both dioceses after recommendation by the accountability committee.

7. The Chancellor of the diocese is authorized to initiate and conduct, on behalf of the Episcopal Diocese of Dallas, such action in the courts of the State of Texas as may be necessary and prudent for the accomplishment of the goals and purposes of the foregoing resolution, including partition actions, cy-près actions and other actions under the laws of Texas or the United States. The division of all corporations, foundations and funds shall be made subject to the terms, conditions and purposes of the instruments establishing them and any amendments thereto.

It was moved and seconded to adopt the resolution. Canon DeWolfe moved an amendment:

Paragraph 2 of the Resolution for the Division of The Episcopal Diocese of Dallas is hereby amended by adding this additional sentence to the Resolution:

In the event the Western Diocese is formed on January 1, 1943, then the balance sheet referred to in the preceding sentence shall be prepared as of December 31, 1942.

It was moved and seconded to adopt the resolution as amended. Seconded and passed.

EXHIBIT A

The Special Committee for the Division of the Division of the Diocese, after study of recommendations made at Public Hearing and written recommendations received as to the dividing of the properties of the Diocese of Dallas, as well as review and study of statistics compiled by the staff of the Episcopal Diocese of Dallas, have determined that a division be based on the basis of sixty-five percent (65%) being retained by the Diocese of Dallas and thirty-five percent (35%) being transferred to the Western Diocese. The Committee used the following statistics in making this decision:

(From 1981 Parochial Reports - Diocese of Dallas)

	<u>Households</u>	<u>Communicants</u>
Dallas Missions	1,131	2,097
Dallas Parishes	12,037	23,770
Total	13,168 (65%)	25,867 (66%)
Western Missions	603	1,045
Western Parishes	6,403	12,290
Total	7,006 (35%)	13,335 (34%)
	<u>Assessments</u>	
Dallas Missions	\$ 59,783.00	
Dallas Parishes	1,214,729.00	
Total	\$ 1,274,512.00 (69%)	
Western Missions	\$ 41,912.00	
Western Parishes	488,179.00	
Total	\$ 530,091.00 (31%)	

EXHIBIT "A"

THE CONTINUING DIOCESE OF DALLAS

- Athens, St. Matthias
- Atlanta, All Saints
- Bonham, Holy Trinity
- Cedar Hill, Good Shepherd
- Clarksville, Christ Church
- Commerce, Epiphany
- Corsicana, St. John
- Dargerfield, St. Charles the Martyr
- Dallas, All Saints
- Dallas, Ascension
- Dallas, Christ Church
- Dallas, Epiphany
- Dallas, Good Samaritan
- Dallas, Good Shepherd
- Dallas, Holy Communion
- Dallas, Holy Cross
- Dallas, Incarnation
- Dallas, Our Saviour
- Dallas, Resurrection
- Dallas, St. Augustine
- Dallas, St. Christopher
- Dallas, St. Francis
- Dallas, St. George
- Dallas, St. James
- Dallas, St. John
- Dallas, St. Luke
- Dallas, St. Matthew's Cathedral
- Dallas, St. Matthews
- Dallas, St. Michael and All Angels
- Dallas, St. Patrick
- Dallas, St. Paul
- Dallas, St. Thomas the Apostle
- Dallas, Transfiguration
- Denton, St. Luke
- Denton, St. Barnabas
- Denton, St. David
- Duncanville, St. Gabriel
- Ennis, St. Thomas
- Farmers Branch, St. Andrew
- Garland, Holy Trinity
- Garland, St. Barnabas
- Garland, St. David
- Greenville, St. Paul
- Honey Grove, St. Mark
- Irving, Redeemer
- Irving, St. Mark
- Irving, St. Mary
- Kaufman, Our Merciful Saviour
- Kemp, St. James
- Lancaster, St. Martin
- Louisville, Annunciation
- McKinney, Holy Family
- McKinney, St. Peter
- Mineola, St. Dunston
- Mt. Pleasant, St. Mark
- New Boston, St. Martin
- Paris, Holy Cross
- Pittsburg, St. William Laud
- Plano, Holy Nativity
- Richardson, Epiphany
- Rockwall, Holy Trinity
- Sherman, St. Stephen
- Tarrant, St. James
- Tarrant, St. Mary
- Vanhackle, St. Paul
- St. Philip's Community Center
- St. Simon's Child Care
- Episcopal Recreation Center, Tarrant
- Clergy House
- Bishop Mason Retreat & Conference Center
- Episcopal Church Center, Tarrant
- Children's Foundation of the Episcopal Diocese of Dallas
- Holy Family School, McKinney
- St. Alban (D4), Dallas
- Canterbury Board (EUS at Epiphany, Commerce)
- Canterbury (NTSU & TMU), Tarrant
- Mission
- Mission Station
- Sulphur Springs, St. Philip
- Terrell, Good Shepherd

EXHIBIT "A"

THE WESTERN DIOCESE

- Alamo, St. Francis
- Alvarado, St. Anthony
- Arlington, St. Alban
- Arlington, St. Bartholomew
- Arlington, St. Mark
- Arlington, St. Peter & St. Paul
- Bowle, St. Patrick
- Breckenridge, St. Andrew
- Bridgeport, St. Mark
- Brownwood, Good Shepherd
- Brownwood, St. John
- Burnburnett, St. John the Divine
- Burleson, Holy Cross
- Cleburne, Holy Comforter
- Comanche, St. Matthew
- Decatur, Ascension
- Dublin, Trinity
- Eastland, Holy Trinity
- Euless, St. Vincent
- Fort Worth, All Saints
- Fort Worth, Christ the King
- Fort Worth, Holy Apostles
- Fort Worth, St. Andrew
- Fort Worth, St. Anne
- Fort Worth, St. Christopher
- Fort Worth, St. Elizabeth
- Fort Worth, St. John
- Fort Worth, St. Luke's-in-the-Meadow
- Fort Worth, St. Michael
- Fort Worth, St. Simeon
- Fort Worth, St. Timothy
- Fort Worth, Trinity
- Galena, St. Paul
- Grady, St. Peter-by-the-Lake
- Graham, Holy Spirit
- Granbury/Acton, Good Shepherd
- Grand Prairie, St. Andrew
- Grand Prairie, St. Joseph
- Grapevine, St. Lawrence
- Hamilton, St. Mary
- Henrietta, Trinity
- Hillsboro, St. Mary
- Hubbard, St. Alban
- Hurst, St. Stephen
- Keller, St. Martin's-in-the-Field
- Mansfield, St. Gregory
- Meridian, St. James
- Mineral Wells, St. Luke
- Olney, St. Paul
- Stephenville, St. Luke
- Weatherford, All Saints
- Wichita Falls, All Saints
- Wichita Falls, Good Shepherd
- Wichita Falls, St. Stephen
- Camp Crockett, Granbury
- Episcopal Pastoral Center
- St. Anselm (VIA) at St. Alban,
- Arlington
- St. Edwards (TCU) at Trinity,
- Fort Worth
- Tarleton College, St. Luke's,
- Stephenville
- E.D. Farmer Estate (1 piece of
- property)
- Mission
- Mission Station

EXHIBIT "B"

Endowment for the Episcopate	World Missions Fund
Episcopal Funds	Diocesan Discretionary Fund
St. Paul's Memorial Fund	St. Peter's Loan Fund
Memorial Scholarship Fund	Revolving Fund
Hispanic Ministries Fund	Operating Fund
Ada S. Price Estate	

EXHIBIT "C"

Corporation	-	Episcopal Credit Union, Dallas
Program	-	The Episcopal Center for Renewal, Dallas
Program	-	Anglican School of Theology, Dallas
Institution	-	Camp Crucis, Western
Institution	-	Bishop Mason Retreat & Conference Center, Dallas
Corporation	-	Episcopal Pastoral Center, Western

Mr. Paul Eggers spoke to the E.D. Farmer Foundation:

There are two different sites of land and two different entities in the Foundation - one from 1930 when the Executors of the Farmer estate conveyed to Bishop Moore certain properties known as the Dunwoody Property in Fort Worth for missionary work in the Diocese of Dallas. The Diocese has 10% interest in the property which is under lease to the Fort Worth National Bank. The lease runs to 1997 with an annual rental of \$30,000.00 with a Diocesan share of \$2,000.00 a year. In the event the property is sold, the judgment of the court is that in dividing the proceeds a limitation is put on the amount the Diocese would get. If sold for \$1,000,000.00 the maximum the Diocese would receive is \$30,310.00. Swanes would receive \$1,000,000.00 and certain parishes different amounts.

In 1934, a court order gave to Bishop Mason tracts of property known as the Downtown Hotel, the income from which he was to use for work with the aged and infirm in the Diocese of Dallas. The lease on this property runs to 1994 and the income is \$815.00 per month.

Bishop Davies added that as sole trustee of the E.D. Farmer Foundation he consulted with the Chancellor on the plan for the division of the Trust. The Trust will be divided - 41% going to the Continuing Diocese of Dallas and 59% to the new Diocese. A new Foundation will be incorporated in the new Diocese. The present corporation will continue in Dallas. All physical properties located in the Diocese of Dallas will become part of the Farmer Foundation of Dallas and the physical properties located in the Western Diocese will become part of the new Farmer Foundation in the Western Diocese. The intent of Mr. Farmer to use the moneys available for the benefit of ministry to the aging will be the criteria for both Foundations. The Bishop Davies Center, now administered by All Saints' Hospital, will belong to the Western Foundation. The Cathedral Garden Apartments will belong to the Dallas Foundation.

ST. JOSEPH'S - GRAND PRAIRIE

All that certain lot, tract or parcel of land lying in and situated in Dallas County, Texas and being more particularly described as:

BEING a tract or parcel of land lying in the P. Mansola Survey, Abst. No. 992, Dallas County, Texas, and being out of the tract of land conveyed to Herman Plattner by Trinity Universal Insurance Co., dated June 6, 1967, recorded in Volume 2833, Page 594, Deed Records, Dallas County, Texas, and being part of the tract of the tract of land conveyed by Herman Plattner to the Church of Christ in Inglewood Park by deed dated May 13, 1963, and recorded in Volume 62, Page 2021, Deed Records, Dallas County, Texas; said tract or parcel of land being more particularly described by metes and bounds as follows:

BEGINNING at a point in the East R.O.W. line of S.W. 3rd Street (a 60.0 ft. R.O.W.), and in the West line of said Herman Plattner tract, said Beginning Point being 222.25 ft. North of the S.W. corner of said Herman Plattner tract and being West 20.0 ft. and North 222.25 ft. from the N.W. corner of Phillips Park Addition, and said Beginning Point also being the N.W. corner of a 25.0 ft. wide tract of land deeded to the City of Grand Prairie by The Church of Christ in Inglewood Park, dated May 20, 1963, recorded in Volume 67, Page 1615, Deed Records, Dallas County, Texas;

THENCE North along the East R.O.W. line of S.W. 3rd Street and along the West line of said Herman Plattner tract, a distance of 172.25 ft. to the South R.O.W. line of a power transmission line easement to Texas Electric Service Company, being point for corner;

THENCE N. 71° 21' E., along the South R.O.W. line of said Texas Electric Service Company easement, a distance of 452.69 ft. to point for corner;

THENCE S. 0° 56' E., a distance of 310.0 ft. to point for corner, said point being 222.25 ft. North of the South line of said Herman Plattner tract and the North line of said Phillips Park Addition;

THENCE S. 89° 04' W. along a line parallel to and constantly 222.25 ft. North of the South line of said Herman Plattner tract and the North line of said Phillips Park Addition, a distance of 433.6 ft. to the PLACE OF BEGINNING and containing 2.402 acres of land.

EXHIBIT B

ECUSA 000610

A1098

Tract D.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

Lot Number Seven (7) in Block Number Two Hundred and Fifteen (215) Dalworth Park Subdivision, Dallas County, being a part of the town of Grand Prairie, Texas, said Subdivision being recorded in Volume One, Pages 546-47, Plat or Map records of Dallas County, Texas. SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract E.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

All of Lot Eight (8), Block Two Hundred Fifteen (215), Dalworth Park Addition, an addition to the City of Grand Prairie, Texas, according to the Map or Plat thereof recorded in the Map or Plat Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract F.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

Situated in Dallas County, Texas, being LOT NINE (9) in BLOCK TWO HUNDRED FIFTEEN (215) in DALWORTH PARK, an addition to the City of Grand Prairie, Texas, according to the map thereof recorded in Volume 1, page 324 and 325, Map Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

ST. ANDREW'S - GRAND PRAIRIE

Tract A.

All that certain lot, tract, or parcel of land lying and being situated in Dallas County, Texas, and being more particularly described as:

LOTS ONE (1) and TWO (2) in BLOCK 214 of DALWORTH PARK, an Addition to the City of Grand Prairie, according to the Map thereof recorded in Vol. 1, Pages 324 and 325, Map Records, Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America, to the CITY OF GRAND PRAIRIE, a Municipal Corporation, by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract B.

All that certain lot, tract or parcel of land situated in Dallas County, Texas, and being more particularly described as:

Being Lot Five (5) in Block 215 of DALWORTH PARK, an addition to the City of Grand Prairie, Texas, according to Map thereof recorded in Vol. 1, page 546, of the Map Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America, to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract C.

All that certain lot, tract or parcel of land lying and being situated in Dallas County, Texas and more particularly described as:

Lot Number Six (6) in Block Number Two Hundred and Fifteen (215) of Dalworth Park Subdivision, Dallas County, Texas, an Addition to the town of Grand Prairie, Texas, as per plat of said subdivision recorded in Volume One, Paged 546-47, Plat or Map records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America, to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract G.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

Situated in Dallas County, Texas, and being LOT TEN (10), in BLOCK TWO HUNDRED FIFTEEN (215), of DALWORTH PARK, now an Addition to the City of Grand Prairie, Texas, according to the Map thereof recorded in Volume 1, Pages 546 and 547, of the Map Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract H.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

Being LOT 12, in BLOCK 215, of DALWORTH PARK ADDITION, an Addition to the City of Grand Prairie, Dallas County, Texas, according to the plat thereof as recorded in Volume 1, Pages 546 and 547 of the Map Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

THE STATE OF TEXAS |
COUNTY OF TARRANT |

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, by instrument dated March 15, 1934, recorded in Volume 1213 at Page 123 of the Deed Records of Tarrant County, Texas, George BEGGS, as Executor and Trustee under the will of Edward Disney Farmer, deceased, conveyed to Harry T. Moore, Bishop of the Protestant Episcopal Church of the Diocese of Dallas, in the State of Texas, and unto his successors in office, the following described lots, tracts, or parcels of land situated in Tarrant County, Texas, to-wit:

1st. Lots Nos. Three (3) and Four (4), in Block A-7, Daggett's Addition to the City of Fort Worth.

2nd. Part of Lots Nos. One (1) and Two (2), in Block A-7, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, known as the Transfer Drug Store Lot, located at the N. W. corner of Tenth and Houston Streets in said City and more particularly described in a Deed from Jim Moore to Edw. D. Farmer, dated 22nd day of January, A. D. 1906, and recorded in Vol. 231, page 180, Deed Records of Tarrant County, Texas, to which deed and the record thereof reference is here made for more particular description of said property.

3rd. Part of Lot One (1) in Block A-7, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, and Part of Lots Nos. Seven (7) and Eight (8) in Block One (1), Jennings' East Addition to the City of Fort Worth, Tarrant County, Texas, and described in a deed from L. P. Robertson and wife, to Edw. D. Farmer, dated November 7th, 1913, and recorded in Vol. 433, Page 59, Deed Records of Tarrant County, Texas, to which deed and record thereof reference is here made for a more particular description of said property.

4th. Lots Nos. Fifteen (15) and Sixteen (16), in Block No. A-6, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas.

5th. Lots Nos. Nine (9), Ten (10), Eleven (11), Twelve (12), Thirteen (13) and Fourteen (14), in Block A-6, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, being 150 x 100 feet known as the Vancouver Building on Houston Street.

6th. The South 60 feet of Lot No. 1, in Block No. 44, City of Fort Worth, Tarrant County, Texas, being 60 x 100 feet in size, known as the Gebert Building, at 304 and 306 Throckmorton Street, Fort Worth, Tarrant County, Texas (said 6th tract having been thereafter sold and the proceeds added to the corpus of the Trust Estate); and

WHEREAS said conveyance was expressed as a gift in trust as follows:

"The property herein conveyed is a gift for the establishment of an Institution to be known as the E. D.

EXHIBIT C

32 x 10

ECUSA 000614

A1102

Farmer Memorial Home, to be located in the City of Fort Worth, for the care and maintenance of the Aged and Infirm of the White Race in Texas"; and

WHEREAS I, C. Avery Mason, on the 1st day of October, 1946, succeeded Harry T. Moore as Bishop of the Protestant Episcopal Church of the Diocese of Dallas in the United States of America, and am now duly qualified and acting as such Bishop, and have therefore succeeded to the trust created by the aforesaid conveyance; and

WHEREAS, in addition to the real property above described, there is an accumulated balance of cash and securities at the date hereof belonging to the above trust as follows:

Cash:	\$56,227.05
Securities:	1,000 shares of the common stock of Lone Star Gas Company;
	854 shares of the common stock of Southwestern Public Service Company;
	25 bonds of the denomination of \$1,000 each of The Mountain States Telephone & Telegraph Co.; and

WHEREAS it has not proved practicable to carry out literally the provisions of the Trust as expressed in said instrument of conveyance; and

WHEREAS it is desired to use the corpus and the income from said Trust, as well as any additions or accretions to same, for the following purposes set forth in Article II hereof and in the manner and under the conditions hereinafter set forth; and

WHEREAS in Cause No. 51817-A, styled The University of the South vs. All Saints' Episcopal Church of Weatherford, Texas, et al., the District Court of Tarrant County, Texas, 48th Judicial District of Texas, found and decreed that it has not proved feasible to establish such a home as was originally contemplated by said gift and that the same charitable object could be better and more economically accomplished by using the same properties and funds in establishing and operating a trust to be known as the E. D. Farmer Foundation for the Aged and Infirm for the following purposes, to-wit:

The establishment of or assistance to any and all institutions whose primary purpose is assistance to the aged and infirm; gifts or loans to aged or infirm individuals deemed worthy of assistance; the employment of social, clerical, ecclesiastical, or other workers for the good of the aged or infirm; and in general any objects or purposes deemed for the good of the aged or infirm;

and authorized the establishment of such a trust and vested it with all the properties, funds, assets, and rights belonging to the E. D. Farmer Memorial Home;

NOW, THEREFORE, I, C. Avery Mason, as Bishop and as Trustee as aforesaid (hereinafter sometimes designated as the "Trustee") and for my successors in office, do hereby declare that I hold the above described property, together with the income therefrom and any additions or accretions thereto in trust for the following purposes and uses:

Article I

The name of this Trust shall be E. D. FARMER FOUNDATION FOR THE AGED AND INFIRM (hereinafter sometimes, for convenience, designated "Foundation").

Article II

The income from said Trust property and any additions or accretions thereto, and the corpus thereof if in the discretion of the Trustee it shall become necessary or desirable, shall be used for the following purposes:

The establishment of or assistance to any and all institutions whose primary purpose is assistance to the aged and infirm; gifts or loans to aged or infirm individuals deemed worthy of assistance; the employment of social, clerical, ecclesiastical, or other workers for the good of the aged or infirm; and in general any objects or purposes deemed for the good of the aged or infirm.

Article III

The Trustee shall be the controlling authority on all

32x10

ECUSA 000616

A1104

matters concerning the Trust and its administration, and he alone (and his successors in office) shall, with respect to said trust property, its income, and any additions and accretions thereto, and each and every item at any time constituting a part thereof, have the power to sell, lease (on any conditions and options and for any term, without regard to the possibility of prior termination of the trust), mortgage, encumber, pledge, invest, reinvest, conserve, manage, and protect, executing such deeds, bills of sale, leases, mortgages, notes, pledges, contracts, and other instruments as may be required in the exercise of such powers.

He shall, however, be entitled to the advice and assistance of the Advisory Board hereinafter provided for and may delegate to such Board, or any Committee or Committees thereof, or any other agent, employee, or attorney, such powers and duties as he may designate from time to time, reserving, however, to himself (and his successors in office) the power to revoke such delegated powers and duties as to any exercise of same after such revocation.

The corpus of this Trust and the administration thereof is outside the jurisdiction of the Diocese of Dallas of the Protestant Episcopal Church of the State of Texas, and no title, legal or equitable, is vested in said Diocese, and neither the Convention nor the Standing Committee nor any other agency of said Diocese shall have any power to approve or disapprove any action of the Trustee hereunder.

Article IV

There shall be constituted under this Trust an Advisory Board of seven members as follows:

- (1) The President of the Fort Worth National Bank of Fort Worth, Texas, or another officer of said Bank, nominated by it and approved by the Trustee;
- (2) The President of the First National Bank in Dallas, Dallas, Texas, or another officer of said Bank, nominated by it and approved by the Trustee.
- (3) The Chairman of the Department of Christian and

Social Relations of the said Diocese of Dallas (or one holding substantially such an office in said Diocese);

(4) The Chancellor of the said Diocese of Dallas;

(5) The Mayor of the City of Fort Worth, Texas, or a representative nominated by him and approved by the Trustee;

(6) The Mayor of the City of Dallas, Texas, or a representative nominated by him and approved by the Trustee;

(7) A woman resident of the State of Texas who shall be appointed by the Trustee from time to time, to serve for a two-year term.

In all cases above where members of the Board are named in their official capacities, they shall be members of the Advisory Board only while serving in such official capacities, and their successors in office shall also succeed them on the Advisory Board.

The Trustee reserves the right to reduce or enlarge the membership of said Board and the manner of constituting same, and to provide for the method of election or appointment of additional members from time to time.

The powers and duties of the Board shall be solely of an advisory nature. Said Board shall advise the Trustee relative to the management of the Trust property, its investments and income, its operating expenses, applications for assistance and recommendations thereon, and, in general, all matters relating to the management of the Trust property and the extent and character of assistance to be furnished by the Foundation.

Said Board shall annually elect the following officers: a Chairman, a Vice-Chairman, a Treasurer, and a Recording Secretary. It may also elect an Executive Secretary and such additional officers from time to time as it may deem advisable. The Chairman, Vice-Chairman, and the Treasurer shall be elected from the membership of the Board. Other officers may or may not be members of the Board.

The powers and duties of the officers of the Board shall be such as usually appertain to their respective offices.

The Board shall adopt its own rules of procedure and conduct, not, however, inconsistent with the general provisions of

this Trust, and in all instances subject to the approval of the Trustee, and such rules shall prescribe the powers and duties of the officers.

The Board may appoint from time to time such committees as it may deem desirable, but in any event it shall appoint annually a Finance Committee of not less than three nor more than five members of the Board, whose duties shall be particularly to supervise the investments, properties, and income of the Trust, and to make recommendations to the Board with reference thereto.

Article V

The Trustee shall have power to authorize the payment of all necessary salaries and other expenses connected with the organization of the Foundation and its administration thereafter.

Article VI

This Trust and the establishment of the Foundation hereunder, is intended as a charitable trust for the good of the aged and infirm of the State of Texas. It is intended to include such real and personal property as at the date hereof constitute the corpus thereof, together with any additions or accretions thereto and all income therefrom. It shall also embrace all property, securities, and cash which may in the future accrue to it by way of gift or devise, or the establishment of trusts, inter vivos or by will. Any devise, or the proceeds by way of corpus or income of any trust established by others, may be received, provided that such gift, devise, or proceeds of another trust shall be established as being for the good of the aged and infirm and not in conflict with the general provisions of this Trust. Donors by way of gift, devise, or trust may, however, provide for specified uses of the property, money, or securities donated, within the general provisions of this Trust, and may provide for separate names for such property or funds so donated, such, for example, as the "(name of donor or trustor) Memorial Fund," and may provide for separate administration of such property, securities, or funds, provided that the income thereof shall be used under the provisions of

such gift, devise, or trust within the general purposes of the Foundation in such manner as may be provided in such gift, devise, or trust, but not inconsistent with the general purposes of the Foundation.

Article VII

It is recognized that the present assets of the Foundation are limited and that the income therefrom may prove inadequate to carry out fully and effectuate the purposes of the Foundation. Therefore, it is hereby provided that if the Trustee shall deem it necessary or desirable to encroach upon the corpus of the Trust, in whole or in part, in order to carry out the purposes of the Foundation, he shall be entitled so to do. In the event that, pursuant to the provisions of this Article VII, the entire income and corpus of the Trust shall be so used up, the Trust shall thereupon cease and determine.

IN WITNESS WHEREOF I have this ^{FEBRUARY} 26th day of ~~January~~, 1948, hereunto affixed my signature in my capacity as Trustee under the aforesaid conveyance from George Beggs as Executor and Trustee under the will of Edward Disney Farmer, deceased, dated March 15, 1934.

C. Avery Mason
C. Avery Mason, Bishop of the
Protestant Episcopal Church of
the Diocese of Dallas in the
State of Texas, as Trustee

I, George Beggs, Executor and Trustee under the will of Edward Disney Farmer, deceased, and Trustor of the E. D. Farmer Memorial Home Trust under said instrument dated March 15, 1934, hereby ratify, confirm, and approve the foregoing and hereby join, as Trustor, the said C. Avery Mason in the establishment, by the execution of this instrument, of this trust to be known as the E. D. Farmer Foundation for the Aged and the Infirm.

WITNESS MY HAND this 9th day of March, 1948.

Geo Beggs
George Beggs

I, Harry T. Moore, formerly Bishop of the Protestant Episcopal Church of the Diocese of Dallas, and the grantee named in said instrument dated March 15, 1934, hereby ratify, confirm, and approve the foregoing and hereby join the said C. Avery Mason and George Beggs in the establishment, by the execution of this instrument, of this trust to be known as the E. D. Farmer Foundation for the Aged and the Infirm.

WITNESS MY HAND this 9th day of March, 1948.

Harry T. Moore
Harry T. Moore

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of Dallas, State of Texas, on this day personally appeared C. Avery Mason, Bishop of the Protestant Episcopal Church of the Diocese of Dallas in the State of Texas, as Trustee under conveyance dated March 15, 1934, from George Beggs as Executor and Trustee under the will of Edward Disney Farmer, deceased, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same, as Trustee as aforesaid, for the purposes and consideration therein expressed and in the capacity therein set forth.

Given under my hand and seal of office this 26th day of February, 1948.

EDVINE T. HOLLOWAY, Notary Public, Dallas County, Tex.

Edvine T. Holloway
Notary Public in and for
Dallas County, Texas

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of ^{DALLAS} ~~Far-~~rent, State of Texas, on this day personally appeared George Beggs, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, individually and in the capacity therein set forth.

Given under my hand and seal of office this 9th day of March, 1948.

Missie Hudson
Notary Public in and for
Dallas County, Texas

ECUSA 000621

A1109

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of Dallas, State of Texas, on this day personally appeared Harry T. Moore, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, individually and in the capacity therein set forth.

Given under my hand and seal of office this 9th day of March, 1948.

IRVINE L. HOLLOWAY, Notary Public, Dallas County, Texas

Irvine L. Holloway
Notary Public in and for
Dallas County, Texas

32x

ECUSA 000622

A1110

THE STATE OF TEXAS, I MELVIN "MEL" FAULK, County Clerk
 County of Tarrant
 in and for said County, do hereby certify that the within and foregoing instrument of writing, dated the 26th day of July, A. D. 1948, who its certificate of authenticity was filed in my office the day of MAY 12, 1948, at 2:36 P. M., and duly recorded the day of MAY 13, 1948 A. M., and Vol. 2000 on Page 207. M. in the Records of said County in
 Witness my hand and the seal of the County Court of said County at office in Fort Worth, Texas, the day and year last above written
 By *J. D. Dwyer* Deputy MELVIN "MEL" FAULK, County Clerk
 Tarrant County, Texas

ECUSA 000623

A1111

E. D. FARMER FOUNDATION-FORT WORTH

THE STATE OF TEXAS §
COUNTY OF TARRANT §

WHEREAS, on the 26th day of February, 1948, C. Avery Mason of the County of Dallas, State of Texas, as Bishop of the Diocese of Dallas, of the Protestant Episcopal Church of the United States of America, and for his successors in office, did irrevocably establish and declare a certain trust known and referred to as the E. D. Farmer Foundation for the Aged and Infirm (hereinafter called "Foundation"), a true copy of the aforesaid document creating the Foundation being attached hereto and marked Exhibit I; and

WHEREAS, the Foundation now owns the real property described in Exhibit I together with other real and personal properties; and

WHEREAS, in accordance with the division of assets and trust properties by and between the Diocese of Fort Worth and Dallas, it has been determined that sixty-five percent (65%) in value of the assets (excluding real property or any leasehold interests in real property) of the Foundation as of December 31, 1982, shall remain as the assets of the existing Foundation, and thirty-five percent (35%) in value of the assets (excluding real property or any leasehold interests in real property) of the Foundation as of December 31, 1982, shall become the assets of this new E. D. Farmer Foundation-Fort Worth; and

WHEREAS, in accordance with the division of assets and trust properties by and between the Diocese of Fort Worth and Dallas, it has been determined that any real property or leasehold interests in real property and any improvements thereon of the Foundation and located in Dallas County, Texas shall remain as assets of the existing Foundation, and all other real property or leasehold interests in real property and any improvements thereon of the Foundation shall be conveyed to the new E. D. Farmer Foundation-Fort Worth; and

EXHIBIT D

WHEREAS, any and all liability or taxes associated with such real property or leasehold interests shall be the sole responsibility of the foundation which owns such property; and

WHEREAS, it is the purpose of this document to set forth all of the terms, conditions and provisions of the aforesaid E. D. Farmer Foundation-Fort Worth.

NOW, THEREFORE, I, Donis D. Patterson, Bishop of the Episcopal Diocese of Dallas, do hereby establish and declare the E. D. Farmer Foundation-Fort Worth, as follows:

ARTICLE I

The name of this Foundation shall be the E. D. Farmer Foundation-Fort Worth.

ARTICLE II

I, as the Bishop of the Episcopal Diocese of Dallas and Trustee of the Foundation, hereby assign, transfer, convey and deliver thirty-five percent (35%) in value of the assets (excluding real property or any leasehold interests in real property) of the Foundation as of December 31, 1982, unto A. Donald Davies, Bishop of the Diocese of Fort Worth and Trustee for the benefit of the E. D. Farmer Foundation-Fort Worth.

ARTICLE III

I, as the Bishop of the Episcopal Diocese of Dallas and Trustee of the Foundation, do hereby further assign, transfer, convey and deliver all real property or leasehold interests in real property and any improvements thereon of the existing E. D. Farmer Foundation, save and except any real property or leasehold interests in real property and the improvements thereon of the E. D. Farmer Foundation located in Dallas County, Texas, to A. Donald Davies, Bishop of the Diocese of Fort Worth and Trustee of the new E. D. Farmer Foundation-Fort Worth, with the understanding and agreement that any and all liabilities and taxes associated with such real property or leasehold interests shall be the sole responsibility of the foundation which owns such property after the date of this document.

ARTICLE IV

The Trustee of the E. D. Farmer Foundation-Fort Worth, shall be A. Donald Davies, Bishop of the Diocese of Fort Worth, and his successors in office. The corpus of the E. D. Farmer Foundation-Fort Worth, and the administration thereof, shall remain outside the jurisdiction of the Diocese of Fort Worth and no title, legal or equitable, is vested in said Diocese and neither the Convention nor the Standing Committee nor any other agency of said Diocese shall have power to approve or disapprove any action of the Trustee, as such, of the E. D. Farmer Foundation-Fort Worth.

ARTICLE V

There shall be constituted under the E. D. Farmer Foundation-Fort Worth, an advisory board of six (6) members, as follows:

1. President of Texas American Bank/Fort Worth or another officer of said bank, nominated by it and approved by the Trustee;
2. President of Interfirst Bank Fort Worth or another officer of said bank, nominated by it and approved by the Trustee;
3. Chairman of the Department of Christian & Social Relations of the Diocese of Fort Worth, or one holding substantially such an office in said diocese.
4. The Chancellor of the Diocese of Fort Worth.
5. The Mayor of the City of Fort Worth or a representative nominated by him and approved by the Trustee.
6. A woman resident of the State of Texas who shall be appointed by the Trustee from time to time to serve for a two-year term.

ARTICLE VI

Except as specifically set forth in this document establishing the E. D. Farmer Foundation-Fort Worth, all other terms, conditions and provisions governing and relating to said E. D. Farmer Foundation-Fort Worth, shall be identical to and

EXHIBIT I

THE STATE OF TEXAS |
COUNTY OF TARRANT |

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, by instrument dated March 15, 1934, recorded in Volume 1213 at Page 123 of the Deed Records of Tarrant County, Texas, George Egges, as Executor and Trustee under the will of Edward Disney Farmer, deceased, conveyed to Harry T. Koore, Bishop of the Protestant Episcopal Church of the Diocese of Dallas, in the State of Texas, and unto his successors in office, the following described lots, tracts, or parcels of land situated in Tarrant County, Texas, to-wit:

1st. Lots Nos. Three (3) and Four (4), in Block A-7, Daggett's Addition to the City of Fort Worth.

2nd. Part of Lots Nos. One (1) and Two (2), in Block A-7, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, known as the Transfer Drug Store Lot, located at the E. W. corner of Tenth and Houston Streets in said City and more particularly described in a Deed from Jim Moore to Edw. D. Farmer, dated 22nd day of January, A. D. 1906, and recorded in Vol. 231, page 180, Deed Records of Tarrant County, Texas, to which deed and the record thereof reference is here made for more particular description of said property.

3rd. Part of Lot One (1) in Block A-7, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, and Part of Lots Nos. Seven (7) and Eight (8) in Block One (1), Jennings' East Addition to the City of Fort Worth, Tarrant County, Texas, and described in a deed from L. P. Robertson and wife, to Edw. D. Farmer, dated November 7th, 1913, and recorded in Vol. 433, Page 59, Deed Records of Tarrant County, Texas, to which deed and record thereof reference is here made for a more particular description of said property.

4th. Lots Nos. Fifteen (15) and Sixteen (16), in Block No. A-6, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas.

5th. Lots Nos. Nine (9), Ten (10), Eleven (11), Twelve (12), Thirteen (13) and Fourteen (14), in Block A-6, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, being 150 x 100 feet known as the Vancouver Building on Houston Street.

6th. The South 66 feet of Lot No. 1, in Block No. 44, City of Fort Worth, Tarrant County, Texas, being 60 x 100 feet in size, known as the Gebert Building, at 304 and 306 Throckmorton Street, Fort Worth, Tarrant County, Texas (said 6th tract having been thereafter sold and the proceeds added to the corpus of the Trust Estate); and

WHEREAS said conveyance was expressed as a gift in trust as follows:

"The property herein conveyed is a gift for the establishment of an Institution to be known as the E. D.

Farmer Memorial Home, to be located in the City of Fort Worth, for the care and maintenance of the Aged and Infirm of the "White Race in Texas"; and

WHEREAS I, C. Avery Mason, on the 1st day of October, 1946, succeeded Harry T. Moore as Bishop of the Protestant Episcopal Church of the Diocese of Dallas in the United States of America, and am now duly qualified and acting as such Bishop, and have therefore succeeded to the trust created by the aforesaid conveyance; and

WHEREAS, in addition to the real property above described, there is an accumulated balance of cash and securities at the date hereof belonging to the above trust as follows:

Cash:	\$56,227-05
Securities:	1,000 shares of the common stock of Lone Star Gas Company;
	664 shares of the common stock of Southwestern Public Service Company;
	25 bonds of the denomination of \$1,000 each of The Mountain States Telephone & Telegraph Co.; and

WHEREAS it has not proved practicable to carry out literally the provisions of the Trust as expressed in said instrument of conveyance; and

WHEREAS it is desired to use the corpus and the income from said Trust, as well as any additions or accretions to same, for the following purposes set forth in Article II hereof and in the manner and under the conditions hereinafter set forth; and

WHEREAS in Cause No. 51817-A, styled The University of the South vs. All Saints' Episcopal Church of Weatherford, Texas, et al, the District Court of Tarrant County, Texas, 48th Judicial District of Texas, found and decreed that it has not proved feasible to establish such a home as was originally contemplated by said gift and that the same charitable object could be better and more economically accomplished by using the same properties and funds in establishing and operating a trust to be known as the L. D. Farmer Foundation for the Aged and Infirm for the following purposes, to-wit:

The establishment of or assistance to any and all institutions whose primary purpose is assistance to the aged and infirm; gifts or loans to aged or infirm individuals deemed worthy of assistance; the employment of social, clerical, ecclesiastical, or other workers for the good of the aged or infirm; and in general any objects or purposes deemed for the good of the aged or infirm;

and authorized the establishment of such a trust and vested it with all the properties, funds, assets and rights belonging to the E. D. Farmer Memorial Home;

NOW, THEREFORE, I, C. Avery Mason, as Bishop and as Trustee as aforesaid (hereinafter sometimes designated as the "Trustee") and for my successors in office, do hereby declare that I hold the above described property, together with the income therefrom and any additions or accretions thereto in trust for the following purposes and uses:

Article I

The name of this Trust shall be E. D. FARMER FOUNDATION FOR THE AGED AND INFIRM (hereinafter sometimes, for convenience, designated "Foundation").

Article II

The income from said Trust property and any additions or accretions thereto, and the corpus thereof if in the discretion of the Trustee it shall become necessary or desirable, shall be used for the following purposes:

The establishment of or assistance to any and all institutions whose primary purpose is assistance to the aged and infirm; gifts or loans to aged or infirm individuals deemed worthy of assistance; the employment of social, clerical, ecclesiastical, or other workers for the good of the aged or infirm; and in general any objects or purposes deemed for the good of the aged or infirm.

Article III

The Trustee shall be the controlling authority on all

matters concerning the Trust and its administration, and he alone (and his successors in office) shall, with respect to said trust property, its income, and any additions and accretions thereto, and each and every item at any time constituting a part thereof, have the power to sell, lease (on any conditions and options and for any term, without regard to the possibility of prior termination of the trust), mortgage, encumber, pledge, invest, reinvest, conserve, manage, and protect, executing such deeds, bills of sale, leases, mortgages, notes, pledges, contracts, and other instruments as may be required in the exercise of such powers.

He shall, however, be entitled to the advice and assistance of the Advisory Board hereinafter provided for and may delegate to such Board, or any Committee or Committees thereof, or any other agent, employee, or attorney, such powers and duties as he may designate from time to time, reserving, however, to himself (and his successors in office) the power to revoke such delegated powers and duties as to any exercise of same after such revocation.

The corpus of this Trust and the administration thereof is outside the jurisdiction of the Diocese of Dallas of the Protestant Episcopal Church of the State of Texas, and no title, legal or equitable, is vested in said Diocese, and neither the Convention nor the Standing Committee nor any other agency of said Diocese shall have any power to approve or disapprove any action of the Trustee hereunder.

Article IV

There shall be constituted under this Trust an Advisory Board of seven members as follows:

- (1) The President of the Fort Worth National Bank of Fort Worth, Texas, or another officer of said Bank, nominated by it and approved by the Trustee;
- (2) The President of the First National Bank in Dallas, Dallas, Texas, or another officer of said Bank, nominated by it and approved by the Trustee.
- (3) The Chairman of the Department of Christian and

Social Relations of the said Diocese of Dallas (or one holding substantially such an office in said Diocese);

(4) The Chancellor of the said Diocese of Dallas;

(5) The Mayor of the City of Fort Worth, Texas, or a representative nominated by him and approved by the Trustee;

(6) The Mayor of the City of Dallas, Texas, or a representative nominated by him and approved by the Trustee;

(7) A woman resident of the State of Texas who shall be appointed by the Trustee from time to time, to serve for a two-year term.

In all cases above where members of the Board are named in their official capacities, they shall be members of the Advisory Board only while serving in such official capacities, and their successors in office shall also succeed them on the Advisory Board.

The Trustee reserves the right to reduce or enlarge the membership of said Board and the manner of constituting same, and to provide for the method of election or appointment of additional members from time to time.

The powers and duties of the Board shall be solely of an advisory nature. Said Board shall advise the Trustee relative to the management of the Trust property, its investments and income, its operating expenses, applications for assistance and recommendations thereon, and, in general, all matters relating to the management of the Trust property and the extent and character of assistance to be furnished by the Foundation.

Said Board shall annually elect the following officers: a Chairman, a Vice-Chairman, a Treasurer, and a Recording Secretary. It may also elect an Executive Secretary and such additional officers from time to time as it may deem advisable. The Chairman, Vice-Chairman, and the Treasurer shall be elected from the membership of the Board. Other officers may or may not be members of the Board.

The powers and duties of the officers of the Board shall be such as usually appertain to their respective offices.

The Board shall adopt its own rules of procedure and conduct, not, however, inconsistent with the general provisions of

this Trust, and in all instances subject to the approval of the Trustee, and such rules shall prescribe the powers and duties of the officers.

The Board may appoint from time to time such committees as it may deem desirable, but in any event it shall appoint annually a Finance Committee of not less than three nor more than five members of the Board, whose duties shall be particularly to supervise the investments, properties, and income of the Trust, and to make recommendations to the Board with reference thereto.

Article V

The Trustee shall have power to authorize the payment of all necessary salaries and other expenses connected with the organization of the Foundation and its administration thereafter.

Article VI

This Trust and the establishment of the Foundation hereunder, is intended as a charitable trust for the good of the aged and infirm of the State of Texas. It is intended to include such real and personal property as at the date hereof constitute the corpus thereof, together with any additions or accretions thereto and all income therefrom. It shall also embrace all property, securities, and cash which may in the future accrue to it by way of gift or devise, or the establishment of trusts, inter vivos or by will. Any devise, or the proceeds by way of corpus or income of any trust established by others, may be received, provided that such gift, devise, or proceeds of another trust shall be established as being for the good of the aged and infirm and not in conflict with the general provisions of this Trust. Donors by way of gift, devise, or trust may, however, provide for specified uses of the property, money, or securities donated, within the general provisions of this Trust, and may provide for separate names for such property or funds so donated, such, for example, as the "(name of donor or trustor) Memorial Fund," and may provide for separate administration of such property, securities, or funds, provided that the income thereof shall be used under the provisions of

such gift, devise, or trust within the general purposes of the Foundation in such manner as may be provided in such gift, devise, or trust, but not inconsistent with the general purposes of the Foundation.

Article VII

It is recognized that the present assets of the Foundation are limited and that the income therefrom may prove inadequate to carry out fully and effectuate the purposes of the Foundation. Therefore, it is hereby provided that if the Trustee shall deem it necessary or desirable to encroach upon the corpus of the Trust, in whole or in part, in order to carry out the purposes of the Foundation, he shall be entitled so to do. In the event that, pursuant to the provisions of this Article VII, the entire income and corpus of the Trust shall be so used up, the Trust shall thereupon cease and determine.

IN WITNESS WHEREOF I have this ^{FEBRUARY} 26th day of ~~January~~, 1948, hereunto affixed my signature in my capacity as Trustee under the aforesaid conveyance from George Beggs as Executor and Trustee under the will of Edward Disney Farmer, deceased, dated March 15, 1934.

C. Avery Mason
C. Avery Mason, Bishop of the
Protestant Episcopal Church of
the Diocese of Dallas in the
State of Texas, as Trustee

I, George Beggs, Executor and Trustee under the will of Edward Disney Farmer, deceased, and Trustor of the E. D. Farmer Memorial Home Trust under said instrument dated March 15, 1934, hereby ratify, confirm, and approve the foregoing and hereby join, as Trustor, the said C. Avery Mason in the establishment, by the execution of this instrument, of this trust to be known as the E. D. Farmer Foundation for the Aged and the Infirm.

WITNESS MY HAND this 7th day of March, 1948.

George Beggs
George Beggs

I, Harry T. Moore, formerly Bishop of the Protestant Episcopal Church of the Diocese of Dallas, and the grantee named in said instrument dated March 15, 1934, hereby ratify, confirm, and approve the foregoing and hereby join the said C. Avery Mason and George Beggs in the establishment, by the execution of this instrument, of this trust to be known as the E. D. Farmer Foundation for the Aged and the Infirm.

WITNESS MY HAND this 7th day of March, 1948.

Harry T. Moore
Harry T. Moore

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of Dallas, State of Texas, on this day personally appeared C. Avery Mason, Bishop of the Protestant Episcopal Church of the Diocese of Dallas in the State of Texas, as Trustee under conveyance dated March 15, 1934, from George Beggs as Executor and Trustee under the will of Edward Disney Farmer, deceased, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same, as Trustee as aforesaid, for the purposes and consideration therein expressed and in the capacity therein set forth.

Given under my hand and seal of office this 26th day of February, 1948.

IRVINE T. HOLLOWAY, Notary Public, Dallas County, Tex.

Irvine T. Holloway
Notary Public in and for
Dallas County, Texas

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of ^{DALLAS} ~~Tarrant~~, State of Texas, on this day personally appeared George Beggs, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, individually and in the capacity therein set forth.

Given under my hand and seal of office this 26th day of March, 1948.

Missie Hudson
Notary Public in and for
Dallas County, Texas

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of Dallas, State of Texas, on this day personally appeared Harry T. Moore, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, individually and in the capacity therein set forth.

Given under my hand and seal of office this 9th day of March, 1948.

IRVINE T. HOLLOWAY, Notary Public, Dallas County, Texas

Irvine T. Holloway
Notary Public in and for
Dallas County, Texas

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THE STATE OF TEXAS, I, MELVIN "MEL" FAULK, County Clerk

County of Tarrant

do hereby certify that the within and foregoing instrument of writing, dated the 26th day of July, A. D. 1948,

was its certificate of title was filed for record in my office the

day of MAY 12, 1948, at 2:36 P. M., and

duly recorded the day of MAY 13, 1948, at 11:14 A. M., on

Book 110 of said County in the Records of said County in

Vol. 2000 on Page 207.

Witness my hand and the seal of the County Court of said County at office

in Fort Worth, Texas, the day and year last above written

By *J. Dwyer* MELVIN "MEL" FAULK, County Clerk
Deputy Tarrant County, Texas

STATE OF TEXAS
COUNTY OF DALLAS

KNOW ALL MEN BY THESE PRESENTS:

That we, C. Avery Mason and Virginia Mason, both of the County of Dallas, State of Texas, do hereby irrevocably Establish and Declare this Trust as follows:

SECTION ONE: We hereby assign, transfer, convey and deliver unto C. Avery Mason, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A., Robert F. Weichsel, Treasurer of the Diocese of Dallas, and M. Sims Davidson, Chancellor of the Diocese of Dallas, and their successors in office, in trust, all of our right, title and interest in and to the following property, to-wit: The sum of \$ 4,009.00 ^{cash} in cash.

Additional property, acceptable to the Trustees, may hereafter be added by the donors herein or any other individual, partnership or corporation, to the Trust herein created by supplemental instruments describing such additional property and declaring the intention that such additional property shall become and be a part of said Trust the same as if originally included herein. All properties, whether real, personal or mixed, contributed to the Trust shall be considered proper trust investments and may be retained by the Trustees. The uses, purposes, conditions, provisions and limitations of this Trust are as follows:

A. The Trustees may from time to time use so much of the property and the income therefrom, including such part of the corpus, as the Trustees see fit for the establishment and maintenance of a discretionary fund to be used by the Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A., and his successors in office, to the greater glory of God in the expansion of the Church and its teachings in the Diocese of Dallas, to aid and comfort the needy of the Diocese of Dallas, and for any other religious or charitable

EXHIBIT "E"

purpose deemed appropriate by the Bishop of the Diocese of Dallas, including, but not limited to, assisting those individuals from the State of Texas desiring to enter the ministry to defray the cost of their tuition in an Episcopal seminary and to support and maintain themselves and/or their families during all or any portion of their seminary training.

E. The Trust herein created shall be perpetual.

C. No Trustee or successor Trustee herein designated shall be required to furnish bond, nor shall he be entitled to receive compensation for his services as Trustee.

D. The Trustees are hereby given power and authority to sell, lease or convey all or any part of said Trust estate at any time. The Trustees may lend and borrow money for the benefit of said Trust; give and receive pledges as security for loans; execute and deliver all notes and deeds of trust, pledges, releases and other instruments necessary or incidental to the proper management of said Trust; vote shares of stock in person and by proxy; sell, convey, execute pooling and unitization agreements, lease and/or otherwise deal with any oil, gas and mineral leases or mineral rights and royalties; pay all reasonable expenses; open custody accounts; retain the services of investment counsel; turn over the management and investment of said Trust to the Episcopal Foundation of the Diocese of Dallas; and the Trustees may hold the assets of the Trust in the form of cash for such periods of time as the Trustees deem advisable. The Trustees shall have power to determine the manner in which expenses are to be borne and in which receipts are to be credited as between principal and income; and also to determine what shall constitute income or net income and what shall constitute corpus or principal; and may withhold from income such reserves for depreciation or depletion as the Trustees

may deem fair and equitable. No person dealing with said Trustees shall be required to look to the application made by said Trustees of the proceeds arising from any such transaction. The Trustees shall have the power to engage in any business activities as the Trustees see fit, whether alone, in corporate or partnership form, and shall have specific authority to purchase interests in lands with other trusts and to improve said lands and to lease said lands to such persons and upon such terms and conditions as the Trustees see fit. The Trustees may invest the Trust assets and properties in any manner they think fit and proper, and in making investments and reinvestments, the Trustees shall not be restricted by any provision of law hereinafter enacted limiting investments by trustees. The Trustees shall have and exercise and shall be subject to and governed by the rights, powers, duties, provisions, conditions, limitations, liabilities and responsibilities set forth in the Texas Trust Act, together with all present and future amendments, except where and to the extent the same may be inconsistent or in conflict with any of the provisions of this Trust, in which latter event the provisions of this Trust shall govern.

SECTION TWO: In case of the death, resignation, failure, refusal or inability to act of any of the original Trustees herein named, then we direct that the remaining original Trustees shall continue to act until such time as a new Bishop, Treasurer or Chancellor of the Diocese of Dallas, as the case might be, is duly elected by the Diocese of Dallas in convention duly assembled. It is our intention that the Trustees of these Trusts shall always be those individuals who occupy the offices of Bishop, Treasurer and Chancellor of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A. or similar offices of any religious organization which may ever succeed it:

SECTION THREE: We hereby irrevocably renounce and surrender

any right to change, revoke, alter, amend or terminate this Trust agreement.

SECTION FOUR: This Trust shall be known and referred to as "St. Paul's Memorial Fund."

WITNESS OUR HANDS at Dallas, Texas, this the 30th day of December, A. D. 1960.

C. Avery Mason
C. Avery Mason

M. Virginia Mason
Virginia Mason

THE STATE OF TEXAS |
COUNTY OF DALLAS |

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared C. Avery Mason and Virginia Mason, his wife, both known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they each executed the same for the purposes and consideration therein expressed, and the said Virginia Mason, wife of the said C. Avery Mason, having been examined by privily and apart from her husband, and having the same fully explained to her, she, the said Virginia Mason, acknowledged such instrument to be her act and deed, and she declared that she had willingly signed the same for the purposes and consideration therein expressed, and that she did not wish to retract it.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 30th day of December, A. D. 1960.

M. Virginia Mason
Notary Public in and for
Dallas County, Texas

C. Avery Mason, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A., Robert F. Weichsel, Treasurer of the Diocese of Dallas, and M. Sims Davidson, Chancellor of the Diocese of Dallas, all of Dallas County, Texas, Trustees named in the foregoing Trust, hereby acknowledge the receipt from C. Avery Mason and Virginia

Mason, the donors therein named, of the property named in said Trust,
and hereby accept the foregoing Trust and agree to execute the same
according to its terms and conditions.

C. Avery Mason
Bishop of the Diocese of Dallas of
the Protestant Episcopal Church in
the U. S. A., Trustee

R. L. Hinchel
Treasurer of the Diocese of Dallas,
Trustee

W. S. ...
Cancellor of the Diocese of Dallas,
Trustee

THE STATE OF TEXAS }
COUNTY OF DALLAS }

BEFORE ME, the undersigned, a Notary Public in and for said
County and State, on this day personally appeared C. Avery Mason, known
to me to be the person whose name is subscribed to the foregoing Instru-
ment, and acknowledged to me that he executed the same for the purposes
and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 30th
day of December, A. D. 1960.

W. ...
Notary Public in and for
Dallas County, Texas

THE STATE OF TEXAS }
COUNTY OF DALLAS }

BEFORE ME, the undersigned, a Notary Public in and for said
County and State, on this day personally appeared Robert F. Weichsel,
known to me to be the person whose name is subscribed to the foregoing
instrument, and acknowledged to me that he executed the same for the
purposes and consideration therein expressed, and in the capacity therein
stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 12th
day of December, A. D. 1961
January 1961

Marie ...
Notary Public in and for
Dallas County, Texas

THE STATE OF TEXAS }
COUNTY OF DALLAS }

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared M. Sims Davidson, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 30th day of December, A. D. 1939.

Wm. E. Payton
Notary Public in and for
Dallas County, Texas

NOW, THEREFORE, we, Donis D. Patterson, Bishop of the Episcopal Diocese of Dallas, of the Protestant Episcopal Church in the United States of America, Fred Brooks, Treasurer of the Diocese of Dallas, and Paul Eggers, Chancellor of the Diocese of Dallas, do hereby establish and declare St. Paul's Memorial Fund-Fort Worth, as follows:

SECTION ONE: We hereby assign, transfer, convey and deliver thirty-five percent (35%) of the assets of St. Paul's Memorial Fund unto A. Donald Davies, Bishop of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A., Tom Ward, Treasurer of the Diocese of Fort Worth, and Michael Kensel, Chancellor of the Diocese of Fort Worth, and their successors in office.

Additional property, acceptable to the Trustees, may hereafter be added by the donors herein or any other individual, partnership or corporation, to the Trust herein created by supplemental instruments describing such additional property and declaring the intention that such additional property shall become and be a part of said Trust the same as if originally included herein. All properties, whether real, personal or mixed, contributed to the Trust shall be considered proper trust investments and may be retained by the Trustees. The uses, purposes, conditions, provisions and limitations of this Trust are as follows:

A. The Trustees may from time to time use so much of the property and the income therefrom, including such part of the corpus, as the Trustees see fit for the establishment and maintenance of a discretionary fund to be used by the Bishop of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A., and his successors in office, to the greater glory of God in the expansion of the Church and its teachings in the Diocese of Fort Worth, to aid and comfort the needy of the Diocese of Fort Worth, and for any other religious or charitable purpose deemed appropriate by the

Bishop of the Diocese of Fort Worth, including, but not limited to, assisting those individuals from the State of Texas desiring to enter the ministry to defray the cost of their tuition in an Episcopal seminary and to support and maintain themselves and/or their families during all or any portion of their seminary training.

B. The Trust herein created shall be perpetual.

C. No Trustee or successor Trustee herein designated shall be required to furnish bond, nor shall he be entitled to receive compensation for his services as Trustee.

D. The Trustees are hereby given power and authority to sell, lease or convey all or any part of said Trust estate at any time. The Trustees may lend and borrow money for the benefit of said Trust; give and receive pledges as security for loans; execute and deliver all notes and deeds of trust, pledges, releases and other instruments necessary or incidental to the proper management of said Trust; vote shares of stock in person and by proxy; sell, convey, execute pooling and unitization agreements, lease and/or otherwise deal with any oil, gas and mineral leases or mineral rights and royalties; pay all reasonable expenses; open custody accounts; retain the services of investment counsel; turn over the management and investment of said Trust to the Corporation of the Episcopal Diocese of Fort Worth; and the Trustees may hold the assets of the Trust in the form of cash for such periods of time as the Trustees deem advisable. The Trustees shall have power to determine the manner in which expenses are to be borne and in which receipts are to be credited as between principal and income; and also to determine what shall constitute income or net income and what shall constitute corpus or principal; and may withhold from income such reserves for depreciation or depletion as the Trustees may deem fair and equitable. No person dealing with said Trustees shall be required to look to the application made by

said Trustees of the proceeds arising from any such transaction. The Trustees shall have the power to engage in any business activities as the Trustees see fit, whether alone, in corporate or partnership form, and shall have specific authority to purchase interests in lands with other trusts and to improve said lands and to lease said lands to such persons and upon such terms and conditions as the Trustees see fit. The Trustees may invest the Trust assets and properties in any manner they think fit and proper, and in making investments and reinvestments, the Trustees shall not be restricted by any provision of law hereinafter enacted limiting investments by trustees. The Trustees shall have and exercise and shall be subject to and governed by the rights, powers, duties, provisions, conditions, limitations, liabilities and responsibilities set forth in the Texas Trust Act, together with all present and future amendments, except where and to the extent the same may be inconsistent or in conflict with any of the provisions of this Trust, in which latter event the provisions of this Trust shall govern.

SECTION TWO: In case of the death, resignation, failure, refusal or inability to act of any of the original Trustees herein named, then we direct that the remaining original Trustees shall continue to act until such time as a new Bishop, Treasurer or Chancellor of the Diocese of Fort Worth, as the case might be, is duly elected by the Diocese of Fort Worth in convention duly assembled. It is our intention that the Trustees of these Trusts shall always be those individuals who occupy the offices of Bishop, Treasurer and Chancellor of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A. or similar offices of any religious organization which may ever succeed it.

SECTION THREE: We hereby irrevocably renounce and surrender any right to change, revoke, alter, amend or terminate this Trust agreement.

SECTION FOUR: This Trust shall be known and referred to as
"St. Paul's Memorial Fund-Fort Worth."

WITNESS MY HAND at Dallas, Texas, this the ____ day of
_____, A.D. 1984.

Donis D. Patterson, Bishop of the
Diocese of Dallas of the Protestant
Episcopal Church in the United
States of America, Trustee

Fred Brooks, Treasurer of the
Diocese of Dallas, Trustee

Paul Eggers, Chancellor of the
Diocese of Dallas, Trustee

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____
1984, by Donis D. Patterson, in the capacity therein stated

Notary Public, State of Texas

My Commission expires:

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____
1984, by Fred Brooks, in the capacity therein stated.

Notary Public, State of Texas

My Commission expires:

THE STATE OF TEXAS §
§
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____,
1984, by Paul Eggers, in the capacity therein stated.

Notary Public, State of Texas

My Commission expires:

A. Donald Davies, Bishop of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A., Tom Ward, Treasurer of the Diocese of Fort Worth, and Michael Kensel, Chancellor of the Diocese of Fort Worth, all of Tarrant County, Texas, Trustees named in the foregoing Trust, hereby acknowledge the receipt from Donis D. Patterson of the property named in said Trust, and hereby accept the foregoing Trust and agree to execute the same according to its terms and conditions.

A. Donald Davies, Bishop of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A., Trustee

Tom Ward, Treasurer of the Diocese of Fort Worth, Trustee

Michael Kensel, Chancellor of the Diocese of Fort Worth, Trustee

THE STATE OF TEXAS §
§
COUNTY OF TARRANT §

This instrument was acknowledged before me on _____,
1984, by A. Donald Davies, in the capacity therein stated.

Notary Public, State of Texas

My Commission expires:

Q 94/188

NO. 84-8573 D-95th

THE EPISCOPAL DIOCESE OF DALLAS,	S	IN THE DISTRICT COURT OF
CORPORATION OF THE EPISCOPAL	S	
DIOCESE OF DALLAS, THE	S	
EPISCOPAL DIOCESE OF FORT WORTH,	S	
CORPORATION OF THE EPISCOPAL	S	
DIOCESE OF FORT WORTH,	S	
THE RIGHT REV. DONIS D.	S	
PATTERSON, TRUSTEE and	S	DALLAS COUNTY, TEXAS
THE RIGHT REV. A. DONALD	S	
DAVIES, TRUSTEE	S	
	S	
VS.	S	
	S	
JIM MATTOX, ATTORNEY GENERAL	S	
OF TEXAS	S	18TH JUDICIAL DISTRICT

JUDGMENT

This the 22nd day of August, 1984, came on to be heard the above-entitled and numbered cause wherein THE EPISCOPAL DIOCESE OF DALLAS, CORPORATION OF THE EPISCOPAL DIOCESE OF DALLAS, THE EPISCOPAL DIOCESE OF FORT WORTH, CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH, THE RIGHT REV. DONIS D. PATTERSON, TRUSTEE, and THE RIGHT REV. A. DONALD DAVIES, TRUSTEE, are Plaintiffs, and JIM MATTOX, Attorney General of Texas, is Defendant, and it appearing to the Court that all parties, Plaintiff and Defendant, are before the Court, either in person or by attorney, and that a jury having been waived by all parties, and all parties having announced to the Court that they were familiar with the allegations contained in the Plaintiffs' Original Petition on file herein, and that Plaintiffs were in accord with the division of assets, properties, investments, trusts and related matters by and between Plaintiff, The Episcopal Diocese of Dallas, and Plaintiff, The Episcopal Diocese of Fort Worth, as set forth in the aforesaid Plaintiffs' Original Petition, and Defendant has no objection thereto, and that all parties announced to the Court their desire that the Court enter a declaratory judgment confirming the division of assets, properties, investments, trusts and related matters by and between the Plaintiff, The Episcopal Diocese of Dallas, and Plaintiff, The Episcopal Diocese of Fort Worth, and the Court having considered

the statements of all parties this day made in open Court, the pleadings, the evidence and the argument of counsel, and all having been fully heard and fully understood, it is the opinion of the Court and the Court so finds the following:

1. Plaintiff, The Episcopal Diocese of Dallas, ("the Diocese of Dallas"), is a duly constituted religious organization, organized pursuant to the Constitution and Canons of the Protestant Episcopal Church in the United States of America (the "Episcopal Church"), with principal offices in Dallas, Dallas County, Texas. The Right Rev. Donis D. Patterson, Bishop of the Diocese of Dallas, represents the Diocese of Dallas in this proceeding.

2. Plaintiff, Corporation of the Episcopal Diocese of Dallas ("Dallas Episcopal Corporation"), is a Texas non-profit corporation, duly organized under the Constitution and Canons of the Episcopal Diocese of Dallas, having its principal place of business in Dallas County, Texas.

3. Plaintiff, The Episcopal Diocese of Fort Worth (the Diocese of Fort Worth"), is a duly constituted religious organization, organized pursuant to the Constitution and Canons of the Protestant Episcopal Church in the United States of America, with principal offices in Fort Worth, Tarrant County, Texas. The Right Rev. A. Donald Davies is the Bishop of the Diocese of Fort Worth, and represents the Diocese of Fort Worth in this proceeding.

4. Plaintiff, Corporation of the Episcopal Diocese of Fort Worth ("Fort Worth Episcopal Corporation") is a Texas non-profit corporation, duly organized under the Constitution and Canons of the Episcopal Diocese of Fort Worth, with its principal place of business in Tarrant County, Texas.

5. The Right Rev. Donis D. Patterson, Trustee, is the duly authorized representative of the E. D. Farmer Foundation, the E. D. Farmer Foundation Trust and St. Paul's Trust.

6. The Right Rev. A. Donald Davies is the proposed Trustee

of the E. D. Farmer Foundation-Fort Worth, the proposed Trustee of the E. D. Farmer Trust, and the proposed Trustee of St. Paul's Memorial Fund-Fort Worth.

7. The subject matter of this action is the division of the Diocese of Dallas and its assets including real and personal property whether standing in the name of the Diocese of Dallas or any of its Bishops.

8. Prior to June 19, 1982, the Episcopal Diocese of Dallas was composed of an area consisting of the following 48 counties in the State of Texas: Archer, Bosque, Bowie, Brown, Camp, Cass, Clay, Collin, Comanche, Cooke, Dallas, Delta, Denton, Eastland, Ellis, Erath, Fannin, Franklin, Grayson, Hamilton, Henderson, Hill, Hood, Hopkins, Hunt, Jack, Johnson, Kaufman, Lamar, Mills, Montague, Morris, Navarro, Palo Pinto, Parker, Rains, Red River, Rockwall, Somervell, Stephens, Tarrant, Titus, Upshur, Van Zandt, Wichita, Wise, Wood, and Young. Immediately prior to June 19, 1982, the Rt. Rev. A. Donald Davies was the Bishop of the Diocese of Dallas, having served in that capacity from 1970. He was preceded in the office of Bishop of the Diocese of Dallas by the Rt. Rev. Alexander C. Garrett, who served as the Bishop of Dallas from 1874 to 1924; the Rt. Rev. Harry T. Moore, who served as Bishop from 1924 to 1946; and the Rt. Rev. Charles Avery Mason, who served as Bishop from 1946 to 1970. In addition, the Bishop of the Episcopal Diocese of Dallas is named as the Trustee of (i) what is known as the E. D. Farmer Foundation, which was created by an instrument in writing dated February 26, 1948; (ii) what is commonly known as the E. D. Farmer Trust, which was originally created by that certain Warranty Deed dated August 11, 1930, which is recorded in Book 1111, Page 623, of the Deed Records of Tarrant County, Texas, wherein certain property in Fort Worth, Tarrant County, Texas, was conveyed to the Bishop of the Diocese of Dallas by George Beggs, Executor; and (iii) what is known as St. Paul's Trust, which was created by that certain instrument dated December 30, 1960, executed by C. Avery Mason and his wife.

9. On June 19, 1982, at a duly called special convention of the Diocese of Dallas, at which convention the required quorum of members of the clergy and lay persons was in attendance and voting, the division of the Diocese of Dallas into two separate dioceses as permitted by Article V of the Constitution of the Episcopal Church was duly approved. One of such dioceses was to continue to be known as the Episcopal Diocese of Dallas encompassing the following 25 counties in the State of Texas: Bowie, Camp, Cass, Collin, Dallas, Delta, Denton, Ellis, Fannin, Franklin, Grayson, Henderson, Hopkins, Hunt, Kaufman, Lamar, Morris, Navarro, Rains, Red River, Rockwall, Titus, Upshur, Van Zandt, and Wood. The other diocese was to bear such name as might be adopted at an organizational convention at a future date and was to encompass the following 23 counties in the State of Texas: Archer, Bosque, Brown, Clay, Comanche, Cooke, Eastland, Erath, Hamilton, Hill, Hood, Jack, Johnson, Mills, Montague, Palo Pinto, Parker, Somervell, Stephens, Tarrant, Wichita, Wise, and Young. At this same convention of the Diocese of Dallas, general resolutions were properly adopted authorizing the appointment of a committee of an equal number of clergy and laymen from each diocese to report back at the annual convention to be held on October 1, 1982, with recommendations as to the division between the two dioceses of the assets and liabilities, including both real and personal property.

10. On the 1st day of October, 1982, in Dallas, Texas, at a duly called annual convention of the Diocese of Dallas, at which convention a quorum of members of the clergy and lay persons was present and voting, a resolution was duly approved dividing the assets and liabilities, including both real and personal property, between the Diocese of Dallas and the new Diocese of Fort Worth, a true copy of said resolution and exhibits thereto being attached to and incorporated in this Judgment and collectively marked Exhibit A.

11. On November 13, 1982, a primary convention of the newly

formed diocese was held in Fort Worth, Texas, at which convention a quorum of clergy and lay persons was in attendance. At such primary convention in Fort Worth, Texas, the Diocese of Fort Worth was duly organized and established pursuant to the Constitution and Canons of the Episcopal Church. At such convention the Diocese of Fort Worth also adopted a Constitution and Canons for its own governance. Pursuant thereto, the Diocese of Fort Worth has caused a Texas non-profit corporation, bearing the name Corporation of the Episcopal Diocese of Fort Worth, to be organized.

12. As provided by Article V of the Constitution of the Episcopal Church, in case a diocese is divided into two or more dioceses, the Bishop of the diocese divided may elect the one to which he will be attached, and he thereupon becomes the Bishop thereof. The Rt. Rev. A. Donald Davies, who was serving as the Bishop of the Diocese of Dallas at the time of the division, elected to become the Bishop of the new Diocese of Fort Worth, leaving a vacancy in the office of Bishop of the Diocese of Dallas. Thereafter, in accordance with the Constitution and Canons of the Episcopal Church, the Rev. Donia D. Patterson was elected to be the Bishop of the Diocese of Dallas and was consecrated to that office on October 29, 1983, and is serving in that capacity on the date hereof.

13. On December 2, 1983, at a duly called Annual Convention of the Diocese of Dallas, at which convention a quorum of members of the clergy and lay persons was present and voting, the Diocese of Dallas, on a second reading, adopted a revised Constitution and Canons. Article 13 of such Constitution as so revised provides that title to all real property acquired for the use of the Church in the Diocese shall be vested in a corporation to be known as Corporation of the Episcopal Diocese of Dallas. Pursuant to such provision the Diocese of Dallas has caused a Texas non-profit corporation, bearing the name Corporation of the Episcopal Diocese of Dallas, to be organized.

14. Pursuant to the terms of resolution adopted by the Plaintiffs, the Diocese of Dallas and the Diocese of Fort Worth, various assets, properties, investments, trusts and related matters have been divided between the two Plaintiff dioceses in an equitable manner, consistent with the number of Clergy and lay persons within each diocese and with due regard to the duties, responsibilities and obligations of the Clergy and lay persons within the two dioceses. The Court further finds that the Plaintiffs, Dioceses of Dallas and Fort Worth, would not by the aforesaid division of real and personal properties dispose of or otherwise affect or deal with any real or personal property disposed of under testamentary or inter vivos gift executed or effective prior to December 31, 1982, which bequest is to the Diocese of Dallas or the Bishop thereof.

According, it is, therefore, ORDERED, ADJUDGED AND DECREED by this Court, and the Court does by this Judgment record and declare that legal title to the following real and personal property shall be as follows:

A. With respect to the Diocese of Fort Worth, title to the following assets and property shall be vested by this declaratory judgment in Corporation of The Episcopal diocese of Fort Worth; to wit,

(1) All real property which as of December 31, 1982, stands in the name of Episcopal Diocese of Dallas or in the name of any of its Bishops as Bishop of Dallas, including Bishop Alexander C. Garrett, Bishop Harry T. Moore, Bishop Charles Avery Mason, Bishop A. Donald Davies or Bishop Donis D. Patterson, which is physically located within the Counties of Archer, Bosque, Brown, Clay, Comanche, Cooke, Eastland, Erath, Hamilton, Hill, Hood, Jack, Johnson, Mills, Montague, Palo Pinto, Parker, Somervell, Stephens, Tarrant, Wichita, Wise, and Young, State of Texas, and the certain properties located in Dallas County, Texas presently held for the use and benefit of the Episcopal parishes of St. Andrew's

and St. Joseph's in Grand Prairie, Texas (which two parishes are part of the Diocese of Fort Worth) described on Exhibit B attached hereto and incorporated herein by reference, save and except that real property in any of the foregoing counties standing in the name of or held for the benefit of any parish, mission or entity located in the counties now comprising the Diocese of Dallas, which parish, mission or entity shall continue to hold and own such real property, or have such real property held for its benefit by the Dallas Episcopal Corporation;

(2) Thirty-five percent (35%) in value of the assets and funds under the investment management of the Episcopal Foundation or the Department of Finance of the Diocese of Dallas as of December 31, 1982, and specifically designated or otherwise known as the Fund for the Endowment for the Episcopate, Episcopal Funds and the Memorial Scholarship Fund out of both the Common Trust-Growth Fund and the Common Trust-Income Fund.

(3) Thirty-five percent (35%) in value of the assets administered by the Department of Finance of the Diocese of Dallas of the Protestant Episcopal Church as of December 31, 1982, and specifically designated or otherwise known as the Operating Fund, Revolving Fund, Diocesan Discretionary Fund, St. Peter's Loan Fund, Ada S. Price Estate, Hispanic Ministries Fund, and World Missions Funds (Diocese of Mexico).

(4) Certain real estate known generally as Camp Crucis located in Hood County, Texas; provided, however, that any ad valorem tax liability of Camp Crucis, if any, for years through December 31, 1982, and interest and penalty thereon, as shall be ultimately determined by final judgment of a court of competent jurisdiction or settlement mutually agreed to by the Plaintiffs, shall be divided so that sixty-five percent (65%) of such liability shall be the responsibility of the Diocese of Dallas and thirty-five percent (35%) of

such liability shall be the responsibility of the Diocese of Fort Worth. Any ad valorem tax liability, if any, for years commencing January 1, 1983, and interest and penalty thereon shall be the responsibility of the Diocese of Fort Worth.

B. The Diocese of Fort Worth shall be vested with the management, responsibility and control of Episcopal Pastoral Center, a Texas non-profit corporation, and Canterbury Houses at University of Texas at Arlington, Arlington, Texas (Anselm at St. Alban's), Texas Christian University, Fort Worth, Texas (St. Edward's at Trinity), and Tarleton State University, Stephenville, Texas, pursuant to the Articles of Incorporation, Bylaws or other governing instruments relating to each such entity.

C. With respect to the Diocese of Dallas, title to all remaining property not conveyed to the Diocese of Fort Worth by virtue of this judgment shall without any further action by the Bishop of the Diocese of Dallas be vested by this declaratory judgment in Corporation of the Episcopal Diocese of Dallas; including, but not limited to,

(1) All real property which as of December 31, 1982, stands in the name of the Diocese of Dallas or in the name of any of its Bishops as Bishop of Dallas including Bishop Alexander C. Garrett, Bishop Harry T. Moore, Bishop Charles Avery Mason, Bishop A. Donald Davies, and Bishop Donis D. Patterson, or in the name of any parish, mission, or institution of the Diocese of Dallas and which is physically located within the counties of Bowie, Camp, Cass, Collin, Dallas, Delta, Denton, Ellis, Fannin, Franklin, Grayson, Henderson, Hopkins, Hunt, Kaufman, Lamar, Morris, Navarro, Rains, Red River, Rockwall, Titus, Upshur, Van Zandt, and Wood, State of Texas; save and except that real property in any of the foregoing counties standing in the name of or held for the benefit of any parish, mission or entity located in the counties now comprising the Diocese of Fort Worth, which parish or mission or entity shall continue to hold and own such real

property, and save and except the properties located in Dallas County, Texas presently held for the use and benefit of the Episcopal parishes of St. Andrew's and St. Joseph's located in Grand Prairie, Texas (which two parishes are part of the Diocese of Fort Worth).

(2) The remaining sixty-five percent (65%) in value of the assets and funds under the investment management of The Episcopal Foundation or the Department of Finance of the Diocese of Dallas as of December 31, 1982, and specifically designated or otherwise known as the Fund for the Endowment for the Episcopate, Episcopal Funds and the Memorial Scholarship Fund out of both the Common Trust-Growth Fund and the Common Trust-Income Fund.

(3) The remaining sixty-five percent (65%) in value of the assets and funds administered by the Department of Finance of the Diocese of Dallas of the Protestant Episcopal Church as of December 31, 1962, and specifically designated or otherwise known as the Operating Fund, Revolving Fund, Diocesan Discretionary Fund, St. Peter's Loan Fund, Ada S. Price Estate, Hispanic Ministries Fund, and World Missions Funds (Diocese of Mexico).

(4) That certain real property and improvements thereon known generally as The Bishop Mason Retreat and Conference Center, Denton County, Texas.

D. The Diocese of Dallas shall continue the responsibility, management and control of the following organizations and entities pursuant to the Articles of Incorporation, Bylaws or other governing instruments relating to each such organization and entity; to wit,

(1) Children's Foundation of the Episcopal Diocese of Dallas, a Texas non-profit corporation;

(2) Episcopal Foundation, Inc., a Texas non-profit corporation;

(3) Canterbury House at NTSU & TWU in Denton, Texas;

Canterbury Board at ETSU in Commerce, Texas, Episcopal Collegiate Center (St. Alban) at Southern Methodist University, Dallas, Texas;

- (4) St. Phillips Community Center in Dallas, Texas;
- (5) St. Simon's Child Care Center;
- (6) Clergy House at Cedar Creek;
- (7) Golden Trophy property, Dallas County, Texas;
- (8) Holy Family School, McKinney, Texas;
- (9) Episcopal Recreation Center, Texoma, Texas.

E. Nothing in this judgment shall be deemed to deal with, or otherwise affect, properties, real or personal, disposed of under testamentary or inter vivos gift executed or effective prior to December 31, 1982, which bequest is to the Diocese of Dallas or the Bishop thereof.

The Court makes the further additional findings: to wit,

A. Plaintiff, The Rt. Rev. Donis D. Patterson, by virtue of his ordination and consecration as Bishop of the Diocese of Dallas, now acts as Trustee of the E. D. Farmer Foundation, E. D. Farmer Trust and St. Paul's Trust, and as Trustee of such entities is governed by the terms and provisions of separate trust documents and court orders.

B. E. D. Farmer Foundation. On February 26, 1948, the E. D. Farmer Foundation was created by an instrument in writing, a true copy of which is attached hereto as Exhibit C. Under the terms of the document creating the E. D. Farmer Foundation, the Trustee named therein was the then presiding Bishop of the Episcopal Diocese of Dallas, and his successors in office.

C. In accordance with the division of assets and trust properties by and between the Dioceses of Fort Worth and Dallas, it has been determined that sixty-five percent (65%) in value of the assets (excluding real property or any leasehold interests in real property) of the E. D. Farmer Foundation as of December 31, 1982, shall remain as the assets of the existing E. D. Farmer Foundation, and thirty-five percent (35%) in value of the assets (excluding real property or any leasehold interests in real

property) of the E. D. Farmer Foundation as of December 31, 1982, shall become the assets of a new E. D. Farmer Foundation-Fort Worth, which new foundation shall contain those terms, conditions and provisions as contained in Exhibit D entitled E. D. Farmer Foundation-Fort Worth which is attached hereto and made a part of this Judgment.

D. Also, in accordance with the division of assets and trust properties by and between the Dioceses of Fort worth and Dallas, it has been determined that all real property or leasehold interests in real property and all improvements thereon of the E. D. Farmer Foundation and located in Dallas County, shall remain as assets of the existing E. D. Farmer Foundation, and that all other real property or leasehold interests in real property and all improvements thereon of the E. D. Farmer Foundation shall be conveyed to the new E. D. Farmer Foundation-Fort Worth. Any and all liabilities or taxes associated with such real property or leasehold interests shall be the sole responsibility of the Foundation which owns such property from and after December 31, 1982.

E. E. D. Farmer Trust. On August 11, 1930, certain real property in Fort Worth, Tarrant County, Texas, was conveyed by George Beggs, Executor, to Bishop Harry T. Moore of the Episcopal Diocese of Dallas, and his successors in office, such conveyance being in the form of a Warranty Deed which is recorded in Book 1111, Page 621 of the Deed Records of Tarrant County, Texas, to which record reference is here made. The real property described in the aforementioned Deed is likewise subject to the terms and provisions of the final judgment rendered in Cause No. 51817-A, in the 48th Judicial District Court of Tarrant County, Texas, styled University of the South vs. All Saints Episcopal Church of Weatherford, Texas, et al. In accordance with the division of assets and trust properties between the Dioceses of Dallas and Fort Worth, title to all assets, including real property, owned by the E. D. Farmer Trust, as above-described, shall be vested as

of December 31, 1982, in The Right Rev. A. Donald Davies, Bishop of the Diocese of Fort Worth, and his successors in office, in trust, subject to the terms and provisions of the Warranty Deed recorded in Book 1111, Page 623, of the Deed Records of Tarrant County, Texas, and the final judgment in Cause No. 51817-A described above.

F. St Paul's Trust. On December 30, 1950, C. Avery Mason and wife transferred certain assets, constituting what is generally known as St. Paul's Trust, to the Bishop of the Diocese of Dallas, the Treasurer of the Diocese of Dallas, and the Chancellor of the Diocese of Dallas, in accordance with the terms of a written Trust Agreement, a true copy of which is attached hereto and marked Exhibit E. In accordance with the division of assets and trust properties by and between the Dioceses of Fort Worth and Dallas, it has been determined that sixty-five percent (65%) of the assets of St. Paul's Trust as of December 31, 1982, shall remain as the assets of St. Paul's Trust, and thirty-five percent (35%) in value of the assets of St. Paul's Trust as of December 31, 1982, shall become the assets of a new St. Paul's Memorial Fund-Fort Worth, which new trust shall contain the same terms, conditions and provisions as those contained in Exhibit E, save and except the Trustee of the new St. Paul's Memorial Fund-Fort Worth, shall be the Bishop of the Diocese of Fort Worth, the Treasurer of the Diocese of Fort Worth, and the Chancellor of the Diocese of Fort Worth. A true copy of the proposed St. Paul's Memorial Fund-Fort Worth, is attached hereto as Exhibit F.

Accordingly, it is, therefore, ORDERED, ADJUDGED AND DECREED and the Court does record and declare by this Judgment that:

A. E. D. Farmer Foundation:

(1) The Rt. Rev. A. Donald Davies, Bishop of the Diocese of Fort Worth, and his successors in office, is designated as the Trustee of Thirty-five percent (35%) in value of the assets (excluding real property or any leasehold interests in real property and any improvements thereon) of the E. D. Farmer Foundation (Exhibit C to this Judgment), as

of December 31, 1982, and of all real property or any leasehold interest in real property and all improvements thereon of the E. D. Farmer Foundation, which property is not located in Dallas County, Texas, pursuant to the terms, conditions and provisions of the E. D. Farmer Foundation-Fort Worth (Exhibit D to this Judgment). Provided further that the E. D. Farmer Foundation-Fort Worth shall assume any and all liabilities and taxes against such real properties assigned to it from and after December 31, 1982.

(2) The Rt. Rev. Donis D. Patterson, Bishop of the Diocese of Dallas, and his successors in office, is designated as the Trustee of the remaining sixty-five percent (65%) in value of the assets (excluding real property or any leasehold interest in real property and any improvements thereon) of the E. D. Farmer Foundation (Exhibit C to this Judgment) as of December 31, 1982, and all real property or leasehold interest in real property and any improvements thereon of the E. D. Farmer Foundation, which property is physically located in Dallas County, Texas, and to assume any and all liabilities and taxes against such properties.

B. E. D. Farmer Trust: The Rt. Rev. A. Donald Davies, Bishop of the Diocese of Fort Worth, and his successors in office, is designated as the successor Trustee to the E. D. Farmer Trust, subject to the terms and provisions of a certain Warranty Deed dated August 11, 1930, recorded in Book 1111, Page 623, Deed Records of Tarrant County, Texas, and the final judgment rendered in Cause No. 51817-A, in the 48th Judicial District Court of Tarrant County, Texas, styled University of the South vs. All Saints Episcopal Church of Weatherford, Texas, et al.

C. St. Paul's Trust:

(1) The Rt. Rev. A. Donald Davies, Bishop of the Diocese of Fort Worth, and his successors in office, is designated as the Trustee of thirty-five percent (35%) in

value of the assets of St. Paul's Trust (Exhibit E to this Judgment) pursuant to the terms, conditions and provisions of St. Paul's Memorial Fund-Fort Worth (Exhibit F to this Judgment), as of December 31, 1982.

(2) The Rt. Rev. Donis D. Patterson, Bishop of the Diocese of Dallas, and his successors in office, is designated as the Trustee of sixty-five percent (65%) in value of the assets of St. Paul's Trust (Exhibit E to this Judgment), as of December 31, 1982.

The Court further finds that this Judgment will be recorded in all counties comprising the Diocese of Dallas and the Diocese of Fort Worth, but that the only counties affected by the provisions of this Judgment relating to the E. D. Farmer Foundation (Exhibit C), the E. D. Farmer Foundation-Fort Worth (Exhibit D), the E. D. Farmer Trust, St. Paul's Trust (Exhibit E) and St. Paul's Memorial Fund-Fort Worth (Exhibit F) are the Counties of Dallas and Tarrant, being the counties of the situs of the aforementioned foundations and trusts, and that the Court finds that it would be burdensome to file and record the entire Judgment and all exhibits in the counties comprising the Diocese of Dallas and the Diocese of Fort Worth, other than the Counties of Dallas and Tarrant, and, therefore,

It is accordingly, ORDERED, ADJUDGED AND DECREED that this Judgment and Exhibits A and B thereto be recorded in all counties comprising the Diocese of Dallas and the Diocese of Fort Worth, save and except the Counties of Dallas and Tarrant, in which latter counties this Judgment and Exhibits A, B, C, D, E, and F shall be recorded.

It is further ORDERED, ADJUDGED AND DECREED that all costs in this behalf be charged to the party incurring same.

Signed: August 22, 1984.


WILLIAM L. SELIST
JUDGE PRESIDING

APPROVED:

THE EPISCOPAL DIOCESE OF DALLAS,
CORPORATION OF THE EPISCOPAL DIOCESE
OF DALLAS, and THE RT. REV. DONIS
D. PATTERSON, TRUSTEE

By *Raul W. Eggers*
Raul W. Eggers, Chancellor
State Bar No. 06481000
1407 Main Street, Suite 335
Dallas, Texas 75202
(214) 748-9536

LOCKE, PURNELL, BOREN, LANEY & NEELY
(A Professional Corporation)

By *Harold B. Pressley, Jr.*
Harold B. Pressley, Jr.,
Assistant Chancellor
State Bar No. 16267000

By *Orrin Harrison, III*
Orrin Harrison, III
State Bar No. 09130700

3600 RepublicBank Dallas Tower
Dallas, Texas 75201
(214) 746-7400

THE EPISCOPAL DIOCESE OF FORT WORTH,
CORPORATION OF THE EPISCOPAL DIOCESE OF
FORT WORTH and THE RT. REV. A. DONALD
DAVIES, TRUSTEE

By *Michael Kenbel*
MICHAEL KENBEL, Chancellor
State Bar No. 11316000

By *Robert M. Randolph*
ROBERT M. RANDOLPH, Assistant
Chancellor
State Bar No. 1654000

GODFREY, DECKER, McMACKIN,
SHIPMAN, McCLANE & BOURLAND

By *John B. McClane*
John B. McClane
State Bar No. 13392000
3200 Continental Plaza
Fort Worth, Texas 76102
(817) 336-0361

By *Jane Bevedoff* *asst atty. gen.*
JANE HATTOX, Attorney General of Texas

ECUSA 000665

A1153

DIVISION OF THE EPISCOPAL DIOCESE OF DALLAS

The Rev. Canon James P. DeWolfe Jr., Chairman of the Special Committee on the Division of the Diocese, presented the following resolution:

WHEREAS, a Special Convention of the Diocese of Dallas was held on June 19, 1982, which Convention adopted a resolution to divide the Diocese of Dallas, such division having the approval of the Bishop; and

WHEREAS, it was resolved that a committee should be appointed composed of an equal number of clergy and lay from each diocese, said committee to report back to the Annual Convention to be held on October 1, 1982, with recommendations as to the division between the two diocese of the assets and liabilities, including both real and personal property; and

WHEREAS, the committee has conducted meetings, holding public hearings in Fort Worth and Dallas, and, after due deliberation, the committee recommends division as hereinafter set forth.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Title to all real property, including real property of the parishes, missions and institutions located within the territorial boundaries of the western diocese shall be transferred to the western diocese, and title to all real property located within the territorial boundaries of the continuing Diocese of Dallas shall remain in the Diocese of Dallas, except, however, small oil and gas interests owned by Episcopal Funds, Inc., shall be divided according to Paragraph 2 hereafter. All real property, wherever title is vested, shall be taken subject to any indebtedness that may exist against such property, with the following exception. The contested ad valorem tax liability of Camp Crucis shall be divided on a sixty-five percent (65%)/thirty-five percent (35%) basis as of the date of the division of the diocese. See Exhibit A attached hereto.

2. All funds, corpus and liabilities of those funds set out in Exhibit B hereto shall be divided on the basis of sixty-five percent (65%) of such funds, corpus and liabilities being retained by the Diocese of Dallas, and thirty-five percent (35%) of such corpus, funds and liabilities being transferred to the western diocese. Determination of the amount to be divided shall be made on the basis of a balance sheet showing assets and liabilities and accumulated income, such balance sheet to be prepared on the last day of the month preceding the month in which the primary Convention is held for the formation of the western diocese.

3. The Diocese of Dallas, after the division, pledges to give to the western diocese a gift from the operating funds in the amount of One Hundred Thousand Dollars (\$100,000.00), payable in three (3) equal installments for a period of three (3) years beginning on the last day of the calendar year following the division and each succeeding last day of the calendar year until the full amount has been paid.

4. No division is to be made of (a) the Episcopal Foundation since it owns no assets and is merely the investment manager of various funds of the diocese, and (b) the Children's Foundation of the Episcopal Diocese of Dallas since the charter prohibits a transfer out of the City of Dallas.

5. Each diocese is encouraged to provide joint use of the real property, cooperation and programs set out in Exhibit C.

6. Venture in Mission will be administered by an accountability committee with an equal number of members from both diocese, and disbursement of all funds will be made by authorization of the Executive Councils of both diocese after recommendation by the accountability committee.

7. The Chancellor of the diocese is authorized to institute and conduct, on behalf of the Episcopal Diocese of Dallas, such action in the courts of the State of Texas as may be necessary and prudent for the accomplishment of the goals and purposes of the foregoing resolution, including partition actions, cy-pres actions and other actions under the laws of Texas or the United States. The division of all corporations, foundations and funds shall be made subject to the terms, conditions and purposes of the instruments establishing them and any amendments thereto.

It was moved and seconded to adopt the resolution. Canon DeWolfe moved an amendment:

Paragraph 2 of the Resolution for the Division of The Episcopal Diocese of Dallas is hereby amended by adding this additional sentence to the Resolution:

In the event the Western Diocese is formed on January 1, 1983, then the balance sheet referred to in the preceding sentence shall be prepared as of December 31, 1982.

It was moved and seconded to adopt the resolution as amended. Seconded and passed.

EXHIBIT A

ECUSA 000666

A1154

The Special Committee for the Division of the Division of the Diocese, after study of recommendations made at Public Hearing and written recommendations received as to the dividing of the properties of the Diocese of Dallas, as well as review and study of statistics compiled by the staff of the Episcopal Diocese of Dallas, have determined that a division be based on the basis of sixty-five percent (65%) being retained by the Diocese of Dallas and thirty-five percent (35%) being transferred to the Western Diocese. The Committee used the following statistics in making this decision:

(From 1981 Parochial Reports - Diocese of Dallas)

	<u>Households</u>	<u>Communicants</u>
Dallas Missions	1,331	2,097
Dallas Parishes	12,032	23,770
Total	13,363 (65%)	25,867 (66%)
Western Missions	608	1,045
Western Parishes	6,403	12,290
Total	7,011 (35%)	13,335 (34%)
	<u>Assessments</u>	
Dallas Missions	\$ 59,783.00	
Dallas Parishes	1,334,799.00	
Total	\$ 1,394,582.00	(69%)
Western Missions	\$ 42,912.00	
Western Parishes	488,175.00	
Total	\$ 531,087.00	(31%)

EXHIBIT "A"

THE CONTINUING DIOCESE OF DALLAS

- Athens, St. Matthias
- Atlanta, All Saints
- Bonham, Holy Trinity
- Cedar Hill, Good Shepherd
- Clarksville, Christ Church
- Commerce, Epiphany
- Corsicana, St. John
- Dalworthington, St. Charles the Martyr
- Dallas, All Saints
- Dallas, Assumption
- Dallas, Christ Church
- Dallas, Epiphany
- Dallas, Good Samaritan
- Dallas, Good Shepherd
- Dallas, Holy Communion
- Dallas, Holy Cross
- Dallas, Incarnation
- Dallas, Our Saviour
- Dallas, Resurrection
- Dallas, St. Augustine
- Dallas, St. Christopher
- Dallas, St. Francis
- Dallas, St. George
- Dallas, St. James
- Dallas, St. John
- Dallas, St. Luke
- Dallas, St. Matthew's Cathedral
- Dallas, St. Matthias
- Dallas, St. Michael and All Angels
- Dallas, St. Patrick
- Dallas, St. Paul
- Dallas, St. Thomas the Apostle
- Dallas, Transfiguration
- Denison, St. Luke
- Denton, St. Barnabas
- Denton, St. David
- Duncanville, St. Gabriel
- Lewis, St. Thomas
- Farmers Branch, St. Andrew
- Garland, Holy Trinity
- Garland, St. Barnabas
- Garland, St. David
- Greenville, St. Paul
- Honey Grove, St. Mark
- Irving, Redeemer
- Irving, St. Mark
- Irving, St. Mary
- Kaufman, Our Merciful Saviour
- Kemp, St. James
- Lancaster, St. Martin
- Lewisville, Annunciation
- McKinney, Holy Family
- McKinney, St. Peter
- Minwell, St. Donato
- Mt. Pleasant, St. Mark
- New Boston, St. Martin
- Paris, Holy Cross
- Pittsburg, St. William Laud
- Plano, Holy Nativity
- Richardson, Epiphany
- Rockwall, Holy Trinity
- Sherman, St. Stephen
- Tarrant, St. James
- Tarrant, St. Mary
- Waxahatchie, St. Paul
- St. Philip's Community Center
- St. Simon's Child Care
- Episcopal Recreation Center, Tarrant
- Clergy House
- Bishop Moses Retreat & Conference Center
- Episcopal Church Center, Tarrant
- Children's Foundation of the Episcopal Diocese of Dallas
- Holy Family School, McKinney
- St. Alban (SAB), Dallas
- Canterbury Board (CUB) at Epiphany, Commerce
- Canterbury (MISU & TCU), Tarrant
- Mission
- Mission Station
- Sulphur Springs, St. Philip
- Terrell, Good Shepherd

2x10

ECUSA 000668

A1156

EXHIBIT "A"

THE WESTERN DIOCESE

- Alledo, St. Francis
- Alvarado, St. Anthony
- Arlington, St. Alban
- Arlington, St. Bartholomew
- Arlington, St. Mark
- Arlington, St. Peter & St. Paul
- Bowie, St. Patrick
- Breckenridge, St. Andrew
- Bridgeport, St. Mark
- Brownwood, Good Shepherd
- Brownwood, St. John
- Burk Burnett, St. John the Divine
- Burleson, Holy Cross
- Cleburne, Holy Comforter
- Comanche, St. Matthew
- Decatur, Ascension
- Dublin, Trinity
- Eastland, Holy Trinity
- Euless, St. Vincent
- Fort Worth, All Saints
- Fort Worth, Christ the King
- Fort Worth, Holy Apostles
- Fort Worth, St. Andrew
- Fort Worth, St. Anne
- Fort Worth, St. Christopher
- Fort Worth, St. Elizabeth
- Fort Worth, St. John
- Fort Worth, St. Luke's-in-the-Meadow
- Fort Worth, St. Michael
- Fort Worth, St. Simon
- Fort Worth, St. Timothy
- Fort Worth, Trinity
- Calverville, St. Paul
- Crawford, St. Peter-by-the-Lake
- Graham, Holy Spirit
- Granbury/Acton, Good Shepherd
- Grand Prairie, St. Andrew
- Grand Prairie, St. Joseph
- Grapevine, St. Lawrence
- Hamilton, St. Mary
- Henrieville, Trinity
- Hillsboro, St. Mary
- Hubbard, St. Alban
- Hurst, St. Stephen
- Keller, St. Martin's-in-the-Field
- Mansfield, St. Gregory
- Meridian, St. James
- Mineral Wells, St. Luke
- Olney, St. Paul
- Stephenville, St. Luke
- Weatherford, All Saints
- Wichita Falls, All Saints
- Wichita Falls, Good Shepherd
- Wichita Falls, St. Stephen
- Camp Crucis, Granbury
- Episcopal Pastoral Center
- St. Joseph (NTA) at St. Alban,
- Arlington
- St. Edwards (ICU) at Trinity,
- Fort Worth
- Tarleton College, St. Luke's,
- Stephenville
- E.D. Farmer Estate (2 piece of property)
- Mission
- Mission Station

EXHIBIT "B"

Endowment for the Episcopate	World Missions Fund
Episcopal Funds	Diocesan Discretionary Fund
St. Paul's Memorial Fund	St. Peter's Loan Fund
Memorial Scholarship Fund	Revolving Fund
Hispanic Ministries Fund	Operating Fund
Ada S. Price Estate	

EXHIBIT "C"

Corperation	-	Episcopal Credit Union, Dallas
Program	-	The Episcopal Center for Renewal, Dallas
Program	-	Anglican School of Theology, Dallas
Institution	-	Camp Crucis, Western
Institution	-	Bishop Mason Retreat & Conference Center, Dallas
Corperation	-	Episcopal Pastoral Center, Western

Mr. Paul Eggers spoke to the E.D. Farmer Foundation:

There are two different sites of land and two different entities in the Foundation - one from 1830 when the Executors of the Farmer estate conveyed to Bishop Moore certain properties known as the DeWitt Property in Fort Worth for missionary work in the Diocese of Dallas. The Diocese has 10.7% interest in the property which is under lease to the Fort Worth National Bank. The lease runs to 1997 with an annual rental of \$30,000.00 with a Diocesan share of \$1,000.00 a year. In the event the property is sold, the judgement of the court is that in dividing the proceeds a limitation is put on the amount the Diocese would get. If sold for \$1,000,000.00 the maximum the Diocese would receive is \$80,316.00. DeWitt would receive \$1,000,000.00 and certain parishes different amounts.

In 1934, a court order gave to Bishop Mason tracts of property known as the Duntowner Hotel, the income from which he was to use for work with the aged and infirm in the Diocese of Dallas. The lease on this property runs to 1994 and the income is \$918.00 per month.

Bishop Davies added that as sole trustee of the E.D. Farmer Foundation he consulted with the Chancellor on the plan for the division of the Trust. The Trust will be divided - 50% going to the Continuing Diocese of Dallas and 50% to the new Foundation. A new Foundation will be incorporated in the new Diocese. The present corporation will continue in Dallas. All physical properties located in the Diocese of Dallas will become part of the Farmer Foundation of Dallas and the physical properties located in the Western Diocese will become part of the new Farmer Foundation in the Western Diocese. The intent of Mr. Farmer to use the moneys available for the benefit of ministry to the aging will be the criteria for both Foundations. The Bishop Davies Center, now administered by All Saints' Hospital, will belong to the Western Foundation. The Cathedral Garden Apartments will belong to the Dallas Foundation.

ST. JOSEPH'S - GRAND PRAIRIE

All that certain lot, tract or parcel of land lying in and situated in Dallas County, Texas and being more particularly described as:

BEING a tract or parcel of land lying in the P. Mansola Survey, Abst. No. 992, Dallas County, Texas, and being out of the tract of land conveyed to Herman Plattner by Trinity Universal Insurance Co., dated June 6, 1967, recorded in Volume 2833, Page 594, Deed Records, Dallas County, Texas, and being part of the tract of the tract of land conveyed by Herman Plattner to the Church of Christ in Inglewood Park by deed dated May 13, 1963, and recorded in Volume 62, Page 2021, Deed Records, Dallas County, Texas; said tract or parcel of land being more particularly described by metes and bounds as follows:

BEGINNING at a point in the East R.O.W. line of S.W. 3rd Street (a 60.0 ft. R.O.W.), and in the West line of said Herman Plattner tract, said Beginning Point being 222.25 ft. North of the S.W. corner of said Herman Plattner tract and being West 20.0 ft. and North 222.25 ft. from the N.W. corner of Phillips Park Addition, and said Beginning Point also being the N.W. corner of a 25.0 ft. wide tract of land deeded to the City of Grand Prairie by The Church of Christ in Inglewood Park, dated May 20, 1963, recorded in Volume 67, Page 1615, Deed Records, Dallas County, Texas;

THENCE North along the East R.O.W. line of S.W. 3rd Street and along the West line of said Herman Plattner tract, a distance of 172.25 ft. to the South R.O.W. line of a power transmission line easement to Texas Electric Service Company, being point for corner;

THENCE N. 71° 21' E., along the South R.O.W. line of said Texas Electric Service Company easement, a distance of 452.69 ft. to point for corner;

THENCE S. 0° 56' E., a distance of 310.0 ft. to point for corner, said point being 222.25 ft. North of the South line of said Herman Plattner tract and the North line of said Phillips Park Addition;

THENCE S. 89° 04' W. along a line parallel to and constantly 222.25 ft. North of the South line of said Herman Plattner tract and the North line of said Phillips Park Addition, a distance of 433.6 ft. to the PLACE OF BEGINNING and containing 2.402 acres of land.

EXHIBIT B

32x10

ECUSA 000671

A1159

ST. ANDREW'S - GRAND PRAIRIE

Tract A.

All that certain lot, tract, or parcel of land lying and being situated in Dallas County, Texas, and being more particularly described as:

LOTS ONE (1) and TWO (2) in BLOCK 214 of DALNORTH PARK, an Addition to the City of Grand Prairie, according to the Map thereof recorded in Vol. 1, Pages 324 and 325, Map Records, Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America, to the CITY OF GRAND PRAIRIE, a Municipal Corporation, by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract B.

All that certain lot, tract or parcel of land situated in Dallas County, Texas, and being more particularly described as:

Being Lot Five (5) in Block 215 of DALNORTH PARK, an addition to the City of Grand Prairie, Texas, according to Map thereof recorded in Vol. 1, page 546, of the Map Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America, to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract C.

All that certain lot, tract or parcel of land lying and being situated in Dallas County, Texas and more particularly described as:

Lot Number Six (6) in Block Number Two Hundred and Fifteen (215) of Dalworth Park Subdivision, Dallas County, Texas, an Addition to the town of Grand Prairie, Texas, as per plat of said subdivision recorded in Volume One, Paged 546-47, Plat or Map records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America, to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

32x11

ECUSA 000672

A1160

Tract D.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

Lot Number Seven (7) in Block Number Two Hundred and Fifteen (215) Dalworth Park Subdivision, Dallas County, being a part of the town of Grand Prairie, Texas, said Subdivision being recorded in Volume One, Pages 546-47, Plat or Map records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract E.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

All of Lot Eight (8), Block Two Hundred Fifteen (215), Dalworth Park Addition, an addition to the City of Grand Prairie, Texas, according to the Map or Plat thereof recorded in the Map or Plat Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract F.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

Situated in Dallas County, Texas, being LOT NINE (9) in BLOCK TWO HUNDRED FIFTEEN (215) in DALWORTH PARK, an addition to the City of Grand Prairie, Texas, according to the map thereof recorded in Volume 1, page 324 and 325, Map Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract G.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

Situated in Dallas County, Texas, and being LOT TEN (10), in BLOCK TWO HUNDRED FIFTEEN (215), of DALWORTH PARK, now an Addition to the City of Grand Prairie, Texas, according to the Map thereof recorded in Volume 1, Pages 546 and 547, of the Map Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

Tract H.

All that certain tract, lot or parcel of land lying and being situated in Dallas County, Texas and being more particularly described as:

Being LOT 12, in BLOCK 215, of DALWORTH PARK ADDITION, an Addition to the City of Grand Prairie, Dallas County, Texas, according to the plat thereof as recorded in Volume 1, Pages 546 and 547 of the Map Records of Dallas County, Texas, SAVE AND EXCEPT for that portion conveyed by A. DONALD DAVIES, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the United States of America to the CITY OF GRAND PRAIRIE, a Municipal Corporation by Warranty Deed of May 10, 1979, filed in Volume 79180, Page 1648, Deed Records of Dallas County, Texas.

THE STATE OF TEXAS |
COUNTY OF TARRANT |

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, by instrument dated March 15, 1934, recorded in Volume 1213 at Page 123 of the Deed Records of Tarrant County, Texas, George Beggs, as Executor and Trustee under the will of Edward Disney Farmer, deceased, conveyed to Harry T. Moore, Bishop of the Protestant Episcopal Church of the Diocese of Dallas, in the State of Texas, and unto his successors in office, the following described lots, tracts, or parcels of land situated in Tarrant County, Texas, to-wit:

1st. Lots Nos. Three (3) and Four (4), in Block A-7, Daggett's Addition to the City of Fort Worth.

2nd. Part of Lots Nos. One (1) and Two (2), in Block A-7, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, known as the Transfer Drug Store Lot, located at the N. W. corner of Tenth and Houston Streets in said City and more particularly described in a Deed from Jim Moore to Edw. D. Farmer, dated 22nd day of January, A. D. 1906, and recorded in Vol. 231, page 180, Deed Records of Tarrant County, Texas, to which deed and the record thereof reference is here made for more particular description of said property.

3rd. Part of Lot One (1) in Block A-7, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, and Part of Lots Nos. Seven (7) and Eight (8) in Block One (1), Jennings' East Addition to the City of Fort Worth, Tarrant County, Texas, and described in a deed from L. P. Robertson and wife, to Edw. D. Farmer, dated November 7th, 1913, and recorded in Vol. 433, Page 59, Deed Records of Tarrant County, Texas, to which deed and record thereof reference is here made for a more particular description of said property.

4th. Lots Nos. Fifteen (15) and Sixteen (16), in Block No. A-6, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas.

5th. Lots Nos. Nine (9), Ten (10), Eleven (11), Twelve (12), Thirteen (13) and Fourteen (14), in Block A-6, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, being 150 x 100 feet known as the Vancouver Building on Houston Street.

6th. The South 60 feet of Lot No. 1, in Block No. 44, City of Fort Worth, Tarrant County, Texas, being 60 x 100 feet in size, known as the Gabert Building, at 304 and 306 Throckmorton Street, Fort Worth, Tarrant County, Texas (said 6th tract having been thereafter sold and the proceeds added to the corpus of the Trust Estate); and

WHEREAS said conveyance was expressed as a gift in trust as follows:

"The property herein conveyed is a gift for the establishment of an Institution to be known as the E. D.

EXHIBIT C

ECUSA 000675

A1163

Farmer Memorial Home, to be located in the City of Fort Worth, for the care and maintenance of the Aged and Infirm of the White Race in Texas"; and

WHEREAS I, C. Avery Mason, on the 1st day of October, 1946, succeeded Harry T. Moore as Bishop of the Protestant Episcopal Church of the Diocese of Dallas in the United States of America, and am now duly qualified and acting as such Bishop, and have therefore succeeded to the trust created by the aforesaid conveyance; and

WHEREAS, in addition to the real property above described, there is an accumulated balance of cash and securities at the date hereof belonging to the above trust as follows:

Cash:	\$56,227.05
Securities:	1,000 shares of the common stock of Lone Star Gas Company;
	884 shares of the common stock of Southwestern Public Service Company;
	25 bonds of the denomination of \$1,000 each of The Mountain States Telephone & Telegraph Co.; and

WHEREAS it has not proved practicable to carry out literally the provisions of the Trust as expressed in said instrument of conveyance; and

WHEREAS it is desired to use the corpus and the income from said Trust, as well as any additions or accretions to same, for the following purposes set forth in Article II hereof and in the manner and under the conditions hereinafter set forth; and

WHEREAS in Cause No. 51817-A, styled The University of the South vs. All Saints' Episcopal Church of Weatherford, Texas, et al, the District Court of Tarrant County, Texas, 48th Judicial District of Texas, found and decreed that it has not proved feasible to establish such a home as was originally contemplated by said gift and that the same charitable object could be better and more economically accomplished by using the same properties and funds in establishing and operating a trust to be known as the E. D. Farmer Foundation for the Aged and Infirm for the following purposes, to-wit:

The establishment of or assistance to any and all institutions whose primary purpose is assistance to the aged and infirm; gifts or loans to aged or infirm individuals deemed worthy of assistance; the employment of social, clerical, ecclesiastical, or other workers for the good of the aged or infirm; and in general any objects or purposes deemed for the good of the aged or infirm; and authorized the establishment of such a trust and vested it with all the properties, funds, assets, and rights belonging to the E. D. Farmer Memorial Home;

NOW, THEREFORE, I, C. Avery Mason, as Bishop and as Trustee as aforesaid (hereinafter sometimes designated as the "Trustee") and for my successors in office, do hereby declare that I hold the above described property, together with the income therefrom and any additions or accretions thereto in trust for the following purposes and uses:

Article I

The name of this Trust shall be E. D. FARMER FOUNDATION FOR THE AGED AND INFIRM (hereinafter sometimes, for convenience, designated "Foundation").

Article II

The income from said Trust property and any additions or accretions thereto, and the corpus thereof if in the discretion of the Trustee it shall become necessary or desirable, shall be used for the following purposes:

The establishment of or assistance to any and all institutions whose primary purpose is assistance to the aged and infirm; gifts or loans to aged or infirm individuals deemed worthy of assistance; the employment of social, clerical, ecclesiastical, or other workers for the good of the aged or infirm; and in general any objects or purposes deemed for the good of the aged or infirm.

Article III

The Trustee shall be the controlling authority on all

matters concerning the Trust and its administration, and he alone (and his successors in office) shall, with respect to said trust property, its income, and any additions and accretions thereto, and each and every item at any time constituting a part thereof, have the power to sell, lease (on any conditions and options and for any term, without regard to the possibility of prior termination of the trust), mortgage, encumber, pledge, invest, reinvest, conserve, manage, and protect, executing such deeds, bills of sale, leases, mortgages, notes, pledges, contracts, and other instruments as may be required in the exercise of such powers.

He shall, however, be entitled to the advice and assistance of the Advisory Board hereinafter provided for and may delegate to such Board, or any Committee or Committees thereof, or any other agent, employee, or attorney, such powers and duties as he may designate from time to time, reserving, however, to himself (and his successors in office) the power to revoke such delegated powers and duties as to any exercise of same after such revocation.

The corpus of this Trust and the administration thereof is outside the jurisdiction of the Diocese of Dallas of the Protestant Episcopal Church of the State of Texas, and no title, legal or equitable, is vested in said Diocese, and neither the Convention nor the Standing Committee nor any other agency of said Diocese shall have any power to approve or disapprove any action of the Trustee hereunder.

Article IV

There shall be constituted under this Trust an Advisory Board of seven members as follows:

- (1) The President of the Fort Worth National Bank of Fort Worth, Texas, or another officer of said Bank, nominated by it and approved by the Trustee;
- (2) The President of the First National Bank in Dallas, Dallas, Texas, or another officer of said Bank, nominated by it and approved by the Trustee.
- (3) The Chairman of the Department of Christian and

Social Relations of the said Diocese of Dallas (or one holding substantially such an office in said Diocese);

(4) The Chancellor of the said Diocese of Dallas;

(5) The Mayor of the City of Fort Worth, Texas, or a representative nominated by him and approved by the Trustee;

(6) The Mayor of the City of Dallas, Texas, or a representative nominated by him and approved by the Trustee;

(7) A woman resident of the State of Texas who shall be appointed by the Trustee from time to time, to serve for a two-year term.

In all cases above where members of the Board are named in their official capacities, they shall be members of the Advisory Board only while serving in such official capacities, and their successors in office shall also succeed them on the Advisory Board.

The Trustee reserves the right to reduce or enlarge the membership of said Board and the manner of constituting same, and to provide for the method of election or appointment of additional members from time to time.

The powers and duties of the Board shall be solely of an advisory nature. Said Board shall advise the Trustee relative to the management of the Trust property, its investments and income, its operating expenses, applications for assistance and recommendations thereon, and, in general, all matters relating to the management of the Trust property and the extent and character of assistance to be furnished by the Foundation.

Said Board shall annually elect the following officers: a Chairman, a Vice-Chairman, a Treasurer, and a Recording Secretary. It may also elect an Executive Secretary and such additional officers from time to time as it may deem advisable. The Chairman, Vice-Chairman, and the Treasurer shall be elected from the membership of the Board. Other officers may or may not be members of the Board.

The powers and duties of the officers of the Board shall be such as usually appertain to their respective offices.

The Board shall adopt its own rules of procedure and conduct, not, however, inconsistent with the general provisions of

this Trust, and in all instances subject to the approval of the Trustee, and such rules shall prescribe the powers and duties of the officers.

The Board may appoint from time to time such committees as it may deem desirable, but in any event it shall appoint annually a Finance Committee of not less than three nor more than five members of the Board, whose duties shall be particularly to supervise the investments, properties, and income of the Trust, and to make recommendations to the Board with reference thereto.

Article V

The Trustee shall have power to authorize the payment of all necessary salaries and other expenses connected with the organization of the Foundation and its administration thereafter.

Article VI

This Trust and the establishment of the Foundation hereunder, is intended as a charitable trust for the good of the aged and infirm of the State of Texas. It is intended to include such real and personal property as at the date hereof constitute the corpus thereof, together with any additions or accretions thereto and all income therefrom. It shall also embrace all property, securities, and cash which may in the future accrue to it by way of gift or devise, or the establishment of trusts, inter vivos or by will. Any devise, or the proceeds by way of corpus or income of any trust established by others, may be received, provided that such gift, devise, or proceeds of another trust shall be established as being for the good of the aged and infirm and not in conflict with the general provisions of this Trust. Donors by way of gift, devise, or trust may, however, provide for specified uses of the property, money, or securities donated, within the general provisions of this Trust, and may provide for separate names for such property or funds so donated, such, for example, as the " (name of donor or trustor) Memorial Fund," and may provide for separate administration of such property, securities, or funds, provided that the income thereof shall be used under the provisions of

such gift, devise, or trust within the general purposes of the Foundation in such manner as may be provided in such gift, devise, or trust, but not inconsistent with the general purposes of the Foundation.

Article VII

It is recognized that the present assets of the Foundation are limited and that the income therefrom may prove inadequate to carry out fully and effectuate the purposes of the Foundation. Therefore, it is hereby provided that if the Trustee shall deem it necessary or desirable to encroach upon the corpus of the Trust, in whole or in part, in order to carry out the purposes of the Foundation, he shall be entitled so to do. In the event that, pursuant to the provisions of this Article VII, the entire income and corpus of the Trust shall be so used up, the Trust shall thereupon cease and determine.

IN WITNESS WHEREOF I have this 26th day of ^{FEBRUARY} ~~January~~, 1948, hereunto affixed my signature in my capacity as Trustee under the aforesaid conveyance from George Beggs as Executor and Trustee under the will of Edward Disney Farmer, deceased, dated March 15, 1934.

C. Avery Mason
C. Avery Mason, Bishop of the
Protestant Episcopal Church of
the Diocese of Dallas in the
State of Texas, as Trustee

I, George Beggs, Executor and Trustee under the will of Edward Disney Farmer, deceased, and Trustor of the E. D. Farmer Memorial Home Trust under said instrument dated March 15, 1934, hereby ratify, confirm, and approve the foregoing and hereby join, as Trustor, the said C. Avery Mason in the establishment, by the execution of this instrument, of this trust to be known as the E. D. Farmer Foundation for the Aged and the Infirm.

WITNESS MY HAND this 9th day of March, 1948.

George Beggs
George Beggs

I, Harry T. Moore, formerly Bishop of the Protestant Episcopal Church of the Diocese of Dallas, and the grantee named in said instrument dated March 15, 1934, hereby ratify, confirm, and approve the foregoing and hereby join the said C. Avery Mason and George Beggs in the establishment, by the execution of this instrument, of this trust to be known as the E. D. Farmer Foundation for the Aged and the Infirm.

WITNESS MY HAND this 9th day of March, 1948.

Harry T. Moore
Harry T. Moore

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of Dallas, State of Texas, on this day personally appeared C. Avery Mason, Bishop of the Protestant Episcopal Church of the Diocese of Dallas in the State of Texas, as Trustee under conveyance dated March 15, 1934, from George Beggs as Executor and Trustee under the will of Edward Disney Farmer, deceased, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same, as Trustee as aforesaid, for the purposes and consideration therein expressed and in the capacity therein set forth.

Given under my hand and seal of office this 26th day of February, 1948.

IRVING L. HOLLOWAY, Notary Public, Dallas County, Tex.

Irving L. Holloway
Notary Public in and for
Dallas County, Texas

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of ^{DALLAS} Dallas, State of Texas, on this day personally appeared George Beggs, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, individually and in the capacity therein set forth.

Given under my hand and seal of office this 09th day of March, 1948.

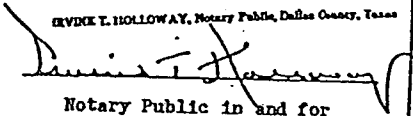
Minnie Hudson
Notary Public in and for
Dallas County, Texas

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of Dallas, State of Texas, on this day personally appeared Harry T. Moore, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, individually and in the capacity therein set forth.

Given under my hand and seal of office this 9th day of March, 1948.

GEORGE L. HOLLOWAY, Notary Public, Dallas County, Texas



Notary Public in and for
Dallas County, Texas

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THE STATE OF TEXAS, } i, MELVIN "MEL" FAULK, County Clerk
County of Tarrant

in and for said County, do hereby certify that the within and foregoing instrument of writing, dated the 26 day of July A.D. 1948, with its certificate of authentication, was filed for record in my office the day of MAY 12 1948 1948 at 3:00 P.M., and duly recorded the day of MAY 13 1948 A.D. 1948, in Vol. 2000 on Page 207.

Witness my hand and the seal of the County Court of said County at office in Fort Worth, Texas, the day and year last above written.

By *J. D. Dwyer* MELVIN "MEL" FAULK, County Clerk
Deputy Tarrant County, Texas

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A1172

E. D. FARMER FOUNDATION-FORT WORTH

THE STATE OF TEXAS §
COUNTY OF TARRANT §

WHEREAS, on the 26th day of February, 1948, C. Avery Mason of the County of Dallas, State of Texas, as Bishop of the Diocese of Dallas, of the Protestant Episcopal Church of the United States of America, and for his successors in office, did irrevocably establish and declare a certain trust known and referred to as the E. D. Farmer Foundation for the Aged and Infirm (hereinafter called "Foundation"), a true copy of the aforesaid document creating the Foundation being attached hereto and marked Exhibit I; and

WHEREAS, the Foundation now owns the real property described in Exhibit I together with other real and personal properties; and

WHEREAS, in accordance with the division of assets and trust properties by and between the Diocese of Fort Worth and Dallas, it has been determined that sixty-five percent (65%) in value of the assets (excluding real property or any leasehold interests in real property) of the Foundation as of December 31, 1982, shall remain as the assets of the existing Foundation, and thirty-five percent (35%) in value of the assets (excluding real property or any leasehold interests in real property) of the Foundation as of December 31, 1982, shall become the assets of this new E. D. Farmer Foundation-Fort Worth; and

WHEREAS, in accordance with the division of assets and trust properties by and between the Diocese of Fort Worth and Dallas, it has been determined that any real property or leasehold interests in real property and any improvements thereon of the Foundation and located in Dallas County, Texas shall remain as assets of the existing Foundation, and all other real property or leasehold interests in real property and any improvements thereon of the Foundation shall be conveyed to the new E. D. Farmer Foundation-Fort Worth; and

EXHIBIT D

WHEREAS, any and all liability or taxes associated with such real property or leasehold interests shall be the sole responsibility of the foundation which owns such property; and

WHEREAS, it is the purpose of this document to set forth all of the terms, conditions and provisions of the aforesaid E. D. Farmer Foundation-Fort Worth.

NOW, THEREFORE, I, Donis D. Patterson, Bishop of the Episcopal Diocese of Dallas, do hereby establish and declare the E. D. Farmer Foundation-Fort Worth, as follows:

ARTICLE I

The name of this Foundation shall be the E. D. Farmer Foundation-Fort Worth.

ARTICLE II

I, as the Bishop of the Episcopal Diocese of Dallas and Trustee of the Foundation, hereby assign, transfer, convey and deliver thirty-five percent (35%) in value of the assets (excluding real property or any leasehold interests in real property) of the Foundation as of December 31, 1982, unto A. Donald Davies, Bishop of the Diocese of Fort Worth and Trustee for the benefit of the E. D. Farmer Foundation-Fort Worth.

ARTICLE III

I, as the Bishop of the Episcopal Diocese of Dallas and Trustee of the Foundation, do hereby further assign, transfer, convey and deliver all real property or leasehold interests in real property and any improvements thereon of the existing E. D. Farmer Foundation, save and except any real property or leasehold interests in real property and the improvements thereon of the E. D. Farmer Foundation located in Dallas County, Texas, to A. Donald Davies, Bishop of the Diocese of Fort Worth and Trustee of the new E. D. Farmer Foundation-Fort Worth, with the understanding and agreement that any and all liabilities and taxes associated with such real property or leasehold interests shall be the sole responsibility of the foundation which owns such property after the date of this document.

ARTICLE IV

The Trustee of the E. D. Farmer Foundation-Fort Worth, shall be A. Donald Davies, Bishop of the Diocese of Fort Worth, and his successors in office. The corpus of the E. D. Farmer Foundation-Fort Worth, and the administration thereof, shall remain outside the jurisdiction of the Diocese of Fort Worth and no title, legal or equitable, is vested in said Diocese and neither the Convention nor the Standing Committee nor any other agency of said Diocese shall have power to approve or disapprove any action of the Trustee, as such, of the E. D. Farmer Foundation-Fort Worth.

ARTICLE V

There shall be constituted under the E. D. Farmer Foundation-Fort Worth, an advisory board of six (6) members, as follows:

1. President of Texas American Bank/Fort Worth or another officer of said bank, nominated by it and approved by the Trustee;
2. President of Interfirst Bank Fort Worth or another officer of said bank, nominated by it and approved by the Trustee;
3. Chairman of the Department of Christian & Social Relations of the Diocese of Fort Worth, or one holding substantially such an office in said diocese.
4. The Chancellor of the Diocese of Fort Worth.
5. The Mayor of the City of Fort Worth or a representative nominated by him and approved by the Trustee.
6. A woman resident of the State of Texas who shall be appointed by the Trustee from time to time to serve for a two-year term.

ARTICLE VI

Except as specifically set forth in this document establishing the E. D. Farmer Foundation-Fort Worth, all other terms, conditions and provisions governing and relating to said E. D. Farmer Foundation-Fort Worth, shall be identical to and

EXHIBIT I

THE STATE OF TEXAS |
COUNTY OF TARRANT |

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, by instrument dated March 15, 1934, recorded in Volume 1213 at Page 123 of the Deed Records of Tarrant County, Texas, George Beggs, as Executor and Trustee under the will of Edward Disney Farmer, deceased, conveyed to Harry T. Moore, Bishop of the Protestant Episcopal Church of the Diocese of Dallas, in the State of Texas, and unto his successors in office, the following described lots, tracts, or parcels of land situated in Tarrant County, Texas, to-wit:

1st. Lots Nos. Three (3) and Four (4), in Block A-7, Daggett's Addition to the City of Fort Worth.

2nd. Part of Lots Nos. One (1) and Two (2), in Block A-7, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, known as the Transfer Drug Store Lot, located at the N. W. corner of Tenth and Houston Streets in said City and more particularly described in a Deed from Jim Moore to Edw. D. Farmer, dated 22nd day of January, A. D. 1906, and recorded in Vol. 231, page 180, Deed Records of Tarrant County, Texas, to which deed and the record thereof reference is here made for more particular description of said property.

3rd. Part of Lot One (1) in Block A-7, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, and Part of Lots Nos. Seven (7) and Eight (8) in Block One (1), Jennings' East Addition to the City of Fort Worth, Tarrant County, Texas, and described in a deed from L. P. Robertson and wife, to Edw. D. Farmer, dated November 7th, 1913, and recorded in Vol. 433, Page 59, Deed Records of Tarrant County, Texas, to which deed and record thereof reference is here made for a more particular description of said property.

4th. Lots Nos. Fifteen (15) and Sixteen (16), in Block No. A-6, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas.

5th. Lots Nos. Nine (9), Ten (10), Eleven (11), Twelve (12), Thirteen (13) and Fourteen (14), in Block A-6, Daggett's Addition to the City of Fort Worth, Tarrant County, Texas, being 150 x 100 feet known as the Vancouver Building on Houston Street.

6th. The South 60 feet of Lot No. 1, in Block No. 44, City of Fort Worth, Tarrant County, Texas, being 60 x 100 feet in size, known as the Gabert Building, at 304 and 306 Throckmorton Street, Fort Worth, Tarrant County, Texas (said 6th tract having been thereafter sold and the proceeds added to the corpus of the Trust Estate); and

WHEREAS said conveyance was expressed as a gift in trust as follows:

"The property herein conveyed is a gift for the establishment of an Institution to be known as the E. D.

Farmer Memorial Home, to be located in the City of Fort Worth, for the care and maintenance of the Aged and Infirm of the White Race in Texas"; and

WHEREAS I, C. Avery Mason, on the 1st day of October, 1946, succeeded Harry T. Moore as Bishop of the Protestant Episcopal Church of the Diocese of Dallas in the United States of America, and am now duly qualified and acting as such Bishop, and have therefore succeeded to the trust created by the aforesaid conveyance; and

WHEREAS, in addition to the real property above described, there is an accumulated balance of cash and securities at the date hereof belonging to the above trust as follows:

Cash:	\$56,227.05
Securities:	1,000 shares of the common stock of Lone Star Gas Company;
	884 shares of the common stock of Southwestern Public Service Company;
	25 bonds of the denomination of \$1,000 each of The Mountain States Telephone & Telegraph Co.; and

WHEREAS it has not proved practicable to carry out literally the provisions of the Trust as expressed in said instrument of conveyance; and

WHEREAS it is desired to use the corpus and the income from said Trust, as well as any additions or accretions to same, for the following purposes set forth in Article II hereof and in the manner and under the conditions hereinafter set forth; and

WHEREAS in Cause No. 51817-A, styled The University of the South vs. All Saints' Episcopal Church of Weatherford, Texas, et al, the District Court of Tarrant County, Texas, 48th Judicial District of Texas, found and decreed that it has not proved feasible to establish such a home as was originally contemplated by said gift and that the same charitable object could be better and more economically accomplished by using the same properties and funds in establishing and operating a trust to be known as the E. D. Farmer Foundation for the Aged and Infirm for the following purposes, to-wit:

The establishment of or assistance to any and all institutions whose primary purpose is assistance to the aged and infirm; gifts or loans to aged or infirm individuals deemed worthy of assistance; the employment of social, clerical, ecclesiastical, or other workers for the good of the aged or infirm; and in general any objects or purposes deemed for the good of the aged or infirm;

and authorized the establishment of such a trust and vested it with all the properties, funds, assets, and rights belonging to the E. D. Farmer Memorial Home;

NOW, THEREFORE, I, C. Avery Mason, as Bishop and as Trustee as aforesaid (hereinafter sometimes designated as the "Trustee") and for my successors in office, do hereby declare that I hold the above described property, together with the income therefrom and any additions or accretions thereto in trust for the following purposes and uses:

Article I

The name of this Trust shall be E. D. FARMER FOUNDATION FOR THE AGED AND INFIRM (hereinafter sometimes, for convenience, designated "Foundation").

Article II

The income from said Trust property and any additions or accretions thereto, and the corpus thereof if in the discretion of the Trustee it shall become necessary or desirable, shall be used for the following purposes:

The establishment of or assistance to any and all institutions whose primary purpose is assistance to the aged and infirm; gifts or loans to aged or infirm individuals deemed worthy of assistance; the employment of social, clerical, ecclesiastical, or other workers for the good of the aged or infirm; and in general any objects or purposes deemed for the good of the aged or infirm.

Article III

The Trustee shall be the controlling authority on all

matters concerning the Trust and its administration, and he alone (and his successors in office) shall, with respect to said trust property, its income, and any additions and accretions thereto, and each and every item at any time constituting a part thereof, have the power to sell, lease (on any conditions and options and for any term, without regard to the possibility of prior termination of the trust), mortgage, encumber, pledge, invest, reinvest, conserve, manage, and protect, executing such deeds, bills of sale, leases, mortgages, notes, pledges, contracts, and other instruments as may be required in the exercise of such powers.

He shall, however, be entitled to the advice and assistance of the Advisory Board hereinafter provided for and may delegate to such Board, or any Committee or Committees thereof, or any other agent, employee, or attorney, such powers and duties as he may designate from time to time, reserving, however, to himself (and his successors in office) the power to revoke such delegated powers and duties as to any exercise of same after such revocation.

The corpus of this Trust and the administration thereof is outside the jurisdiction of the Diocese of Dallas of the Protestant Episcopal Church of the State of Texas, and no title, legal or equitable, is vested in said Diocese, and neither the Convention nor the Standing Committee nor any other agency of said Diocese shall have any power to approve or disapprove any action of the Trustee hereunder.

Article IV

There shall be constituted under this Trust an Advisory Board of seven members as follows:

- (1) The President of the Fort Worth National Bank of Fort Worth, Texas, or another officer of said Bank, nominated by it and approved by the Trustee;
- (2) The President of the First National Bank in Dallas, Dallas, Texas, or another officer of said Bank, nominated by it and approved by the Trustee.
- (3) The Chairman of the Department of Christian and

Social Relations of the said Diocese of Dallas (or one holding substantially such an office in said Diocese);

(4) The Chancellor of the said Diocese of Dallas;

(5) The Mayor of the City of Fort Worth, Texas, or a representative nominated by him and approved by the Trustee;

(6) The Mayor of the City of Dallas, Texas, or a representative nominated by him and approved by the Trustee;

(7) A woman resident of the State of Texas who shall be appointed by the Trustee from time to time, to serve for a two-year term.

In all cases above where members of the Board are named in their official capacities, they shall be members of the Advisory Board only while serving in such official capacities, and their successors in office shall also succeed them on the Advisory Board.

The Trustee reserves the right to reduce or enlarge the membership of said Board and the manner of constituting same, and to provide for the method of election or appointment of additional members from time to time.

The powers and duties of the Board shall be solely of an advisory nature. Said Board shall advise the Trustee relative to the management of the Trust property, its investments and income, its operating expenses, applications for assistance and recommendations thereon, and, in general, all matters relating to the management of the Trust property and the extent and character of assistance to be furnished by the Foundation.

Said Board shall annually elect the following officers: a Chairman, a Vice-Chairman, a Treasurer, and a Recording Secretary. It may also elect an Executive Secretary and such additional officers from time to time as it may deem advisable. The Chairman, Vice-Chairman, and the Treasurer shall be elected from the membership of the Board. Other officers may or may not be members of the Board.

The powers and duties of the officers of the Board shall be such as usually appertain to their respective offices.

The Board shall adopt its own rules of procedure and conduct, not, however, inconsistent with the general provisions of

this Trust, and in all instances subject to the approval of the Trustee, and such rules shall prescribe the powers and duties of the officers.

The Board may appoint from time to time such committees as it may deem desirable, but in any event it shall appoint annually a Finance Committee of not less than three nor more than five members of the Board, whose duties shall be particularly to supervise the investments, properties, and income of the Trust, and to make recommendations to the Board with reference thereto.

Article V

The Trustee shall have power to authorize the payment of all necessary salaries and other expenses connected with the organization of the Foundation and its administration thereafter.

Article VI

This Trust and the establishment of the Foundation hereunder, is intended as a charitable trust for the good of the aged and infirm of the State of Texas. It is intended to include such real and personal property as at the date hereof constitute the corpus thereof, together with any additions or accretions thereto and all income therefrom. It shall also embrace all property, securities, and cash which may in the future accrue to it by way of gift or devise, or the establishment of trusts, inter vivos or by will. Any devise, or the proceeds by way of corpus or income of any trust established by others, may be received, provided that such gift, devise, or proceeds of another trust shall be established as being for the good of the aged and infirm and not in conflict with the general provisions of this Trust. Donors by way of gift, devise, or trust may, however, provide for specified uses of the property, money, or securities donated, within the general provisions of this Trust, and may provide for separate names for such property or funds so donated, such, for example, as the "(name of donor or trustor) Memorial Fund," and may provide for separate administration of such property, securities, or funds, provided that the income thereof shall be used under the provisions of

such gift, devise, or trust within the general purposes of the Foundation in such manner as may be provided in such gift, devise, or trust, but not inconsistent with the general purposes of the Foundation.

Article VII

It is recognized that the present assets of the Foundation are limited and that the income therefrom may prove inadequate to carry out fully and effectuate the purposes of the Foundation. Therefore, it is hereby provided that if the Trustee shall deem it necessary or desirable to encroach upon the corpus of the Trust, in whole or in part, in order to carry out the purposes of the Foundation, he shall be entitled so to do. In the event that, pursuant to the provisions of this Article VII, the entire income and corpus of the Trust shall be so used up, the Trust shall thereupon cease and determine.

IN WITNESS WHEREOF I have this 26th day of ^{FEBRUARY} January, 1948, hereunto affixed my signature in my capacity as Trustee under the aforesaid conveyance from George Beggs as Executor and Trustee under the will of Edward Disney Farmer, deceased, dated March 15, 1934.

C. Avery Mason
C. Avery Mason, Bishop of the
Protestant Episcopal Church of
the Diocese of Dallas in the
State of Texas, as Trustee

I, George Beggs, Executor and Trustee under the will of Edward Disney Farmer, deceased, and Trustor of the E. D. Farmer Memorial Home Trust under said instrument dated March 15, 1934, hereby ratify, confirm, and approve the foregoing and hereby join, as Trustor, the said C. Avery Mason in the establishment, by the execution of this instrument, of this trust to be known as the E. D. Farmer Foundation for the Aged and the Infirm.

WITNESS MY HAND this 9th day of March, 1948.

George Beggs
George Beggs

I, Harry T. Moore, formerly Bishop of the Protestant Episcopal Church of the Diocese of Dallas, and the grantee named in said instrument dated March 15, 1934, hereby ratify, confirm, and approve the foregoing and hereby join the said C. Avery Mason and George Beggs in the establishment, by the execution of this instrument, of this trust to be known as the E. D. Farmer Foundation for the Aged and the Infirm.

WITNESS MY HAND this 9th day of March, 1948.

Harry T. Moore
Harry T. Moore

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of Dallas, State of Texas, on this day personally appeared C. Avery Mason, Bishop of the Protestant Episcopal Church of the Diocese of Dallas in the State of Texas, as Trustee under conveyance dated March 15, 1934, from George Beggs as Executor and Trustee under the will of Edward Disney Farmer, deceased, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same, as Trustee as aforesaid, for the purposes and consideration therein expressed and in the capacity therein set forth.

Given under my hand and seal of office this 26th day of February, 1948.

IRVING T. HOLLOWAY, Notary Public, Dallas County, Tex.

Irving T. Holloway
Notary Public in and for
Dallas County, Texas

STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of ^{DALLAS} Tarrant, State of Texas, on this day personally appeared George Beggs, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, individually and in the capacity therein set forth.

Given under my hand and seal of office this 09th day of March, 1948.

Minnie Hudson
Notary Public in and for
Dallas County, Texas

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STATE OF TEXAS |
COUNTY OF DALLAS |

Before me, a Notary Public in and for the County of Dallas, State of Texas, on this day personally appeared Harry T. Moore, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, individually and in the capacity therein set forth.

Given under my hand and seal of office this 9th day of March, 1948.

IRVING T. HOLLOWAY, Notary Public, Dallas County, Texas

Irving T. Holloway
Notary Public in and for
Dallas County, Texas

ECUSA 000696

A1185

THE STATE OF TEXAS, } I, MELVIN "MEL" FAULK, County Clerk
County of Tarrant }

in and for said County, do hereby certify that the within and foregoing instrument of writing, dated the 26th day of July, A. D. 1948, with its certificate of authentication, was filed for record in my office the day of MAY 12, 1948, at 11:36 A.M., and duly recorded the day of MAY 13, 1948 A.D. 1948, at 1:10 o'clock P.M., in the Records of said County in Vol. 2000 on Page 204.

Witness my hand and the seal of the County Court of said County at office in Fort Worth, Texas, the day and year last above written.

By J. D. Dwyer Deputy MELVIN "MEL" FAULK, County Clerk
Tarrant County, Texas

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STATE OF TEXAS |
COUNTY OF DALLAS |

KNOW ALL MEN BY THESE PRESENTS:

That we, C. Avery Mason and Virginia Mason, both of the County of Dallas, State of Texas, do hereby irrevocably Establish and Declare this Trust as follows:

SECTION ONE: We hereby assign, transfer, convey and deliver unto C. Avery Mason, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A., Robert F. Weichsel, Treasurer of the Diocese of Dallas, and M. Sims Davidson, Chancellor of the Diocese of Dallas, and their successors in office, in trust, all of our right, title and interest in and to the following properties, to-wit: The sum of \$ 4,000.00 ^{Cam} ₁₀₀ in cash.

Additional property, acceptable to the Trustees, may hereafter be added by the donors herein or any other individual, partnership or corporation, to the Trust herein created by supplemental instruments describing such additional property and declaring the intention that such additional property shall become and be a part of said Trust the same as if originally included herein. All properties, whether real, personal or mixed, contributed to the Trust shall be considered proper trust investments and may be retained by the Trustees. The uses, purposes, conditions, provisions and limitations of this Trust are as follows:

A. The Trustees may from time to time use so much of the property and the income therefrom, including such part of the corpus, as the Trustees see fit for the establishment and maintenance of a discretionary fund to be used by the Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A., and his successors in office, to the greater glory of God in the expansion of the Church and its teachings in the Diocese of Dallas, to aid and comfort the needy of the Diocese of Dallas, and for any other religious or charitable

EXHIBIT "E"

purpose deemed appropriate by the Bishop of the Diocese of Dallas, including, but not limited to, assisting those individuals from the State of Texas desiring to enter the ministry to defray the cost of their tuition in an Episcopal seminary and to support and maintain themselves and/or their families during all or any portion of their seminary training.

B. The Trust herein created shall be perpetual.

C. No Trustee or successor Trustee herein designated shall be required to furnish bond, nor shall he be entitled to receive compensation for his services as Trustee.

D. The Trustees are hereby given power and authority to sell, lease or convey all or any part of said Trust estate at any time. The Trustees may lend and borrow money for the benefit of said Trust; give and receive pledges as security for loans; execute and deliver all notes and deeds of trust, pledges, releases and other instruments necessary or incidental to the proper management of said Trust; vote shares of stock in person and by proxy; sell, convey, execute pooling and unitization agreements, lease and/or otherwise deal with any oil, gas and mineral leases or mineral rights and royalties; pay all reasonable expenses; open custody accounts; retain the services of investment counsel; turn over the management and investment of said Trust to the Episcopal Foundation of the Diocese of Dallas; and the Trustees may hold the assets of the Trust in the form of cash for such periods of time as the Trustees deem advisable. The Trustees shall have power to determine the manner in which expenses are to be borne and in which receipts are to be credited as between principal and income; and also to determine what shall constitute income or net income and what shall constitute corpus or principal; and may withhold from income such reserves for depreciation or depletion as the Trustees

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may deem fair and equitable. No person dealing with said Trustees shall be required to look to the application made by said Trustees of the proceeds arising from any such transaction. The Trustees shall have the power to engage in any business activities as the Trustees see fit, whether alone, in corporate or partnership form, and shall have specific authority to purchase interests in lands with other trusts and to improve said lands and to lease said lands to such persons and upon such terms and conditions as the Trustees see fit. The Trustees may invest the Trust assets and properties in any manner they think fit and proper, and in making investments and reinvestments, the Trustees shall not be restricted by any provision of law hereinafter enacted limiting investments by trustees. The Trustees shall have and exercise and shall be subject to and governed by the rights, powers, duties, provisions, conditions, limitations, liabilities and responsibilities set forth in the Texas Trust Act, together with all present and future amendments, except where and to the extent the same may be inconsistent or in conflict with any of the provisions of this Trust, in which latter event the provisions of this Trust shall govern.

SECTION TWO: In case of the death, resignation, failure, refusal or inability to act of any of the original Trustees herein named, then we direct that the remaining original Trustees shall continue to act until such time as a new Bishop, Treasurer or Chancellor of the Diocese of Dallas, as the case might be, is duly elected by the Diocese of Dallas in convention duly assembled. It is our intention that the Trustees of these Trusts shall always be those individuals who occupy the offices of Bishop, Treasurer and Chancellor of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A. or similar offices of any religious organization which may ever succeed it.

SECTION THREE: We hereby irrevocably renounce and surrender

any right to change, revoke, alter, amend or terminate this Trust agreement.

SECTION FOUR: This Trust shall be known and referred to as "St. Paul's Memorial Fund."

WITNESS OUR HANDS at Dallas, Texas, this the 30th day of December, A. D. 1960.

C. Avery Mason
C. Avery Mason

M. Virginia Mason
Virginia Mason

THE STATE OF TEXAS |
COUNTY OF DALLAS |

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared C. Avery Mason and Virginia Mason, his wife, both known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they each executed the same for the purposes and consideration therein expressed, and the said Virginia Mason, wife of the said C. Avery Mason, having been examined by privily and apart from her husband, and having the same fully explained to her, she, the said Virginia Mason, acknowledged such instrument to be her act and deed, and she declared that she had willingly signed the same for the purposes and consideration therein expressed, and that she did not wish to retract it.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 30th day of December, A. D. 1960.

Virginia Add
Notary Public in and for
Dallas County, Texas

C. Avery Mason, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A., Robert F. Weichsel, Treasurer of the Diocese of Dallas, and M. Sims Davidson, Chancellor of the Diocese of Dallas, all of Dallas County, Texas, Trustees named in the foregoing Trust, hereby acknowledge the receipt from C. Avery Mason and Virginia

Mason, the donors therein named, of the property named in said Trust, and hereby accept the foregoing Trust and agree to execute the same according to its terms and conditions.

Oliver Mason
Bishop of the Diocese of Dallas of
the Protestant Episcopal Church in
the U. S. A., Trustee

Robert F. Weichsel
Treasurer of the Diocese of Dallas,
Trustee

W. Edwin Hamilton
Chancellor of the Diocese of Dallas,
Trustee

THE STATE OF TEXAS |
|
COUNTY OF DALLAS |

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared C. Avery Mason, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 30th
day of December, A. D. 1950.

W. Edwin Hamilton
Notary Public in and for
Dallas County, Texas

THE STATE OF TEXAS |
|
COUNTY OF DALLAS |

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Robert F. Weichsel, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 12th
day of December, A. D. 1960
January 1961

Marie Pagan
Notary Public in and for
Dallas County, Texas

ECUSA 000702

32x11

A1191

THE STATE OF TEXAS }
COUNTY OF DALLAS }

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared M. Sims Davidson, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 30th day of December, A. D. 1979.

W. E. Taylor
Notary Public in and for
Dallas County, Texas

ST. PAUL'S MEMORIAL FUND-FORT WORTH

THE STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF TARRANT §

WHEREAS, on the 30th day of December, 1960, C. Avery Mason and Virginia Mason, both of the County of Dallas, State of Texas, did irrevocably establish and declare a certain trust known and referred to as "St. Paul's Memorial Fund;" and

WHEREAS, on said date the aforesaid C. Avery Mason and Virginia Mason did transfer, assign and convey certain property to C. Avery Mason, Bishop of the Diocese of Dallas of the Protestant Episcopal Church in the U.S.A., Robert F. Weichsel, Treasurer of the Diocese of Dallas, and M. Sims Davidson, Chancellor of the Diocese of Dallas, and their successors in office, as Trustees, pursuant to the terms of the St. Paul's Memorial Fund; and

WHEREAS, additional properties have been transferred and conveyed to the aforesaid Trustees of St. Paul's Memorial Fund over the past several years; and

WHEREAS, the Episcopal Dioceses of Fort Worth and Dallas have determined that sixty-five percent (65%) of the assets of St. Paul's Memorial Fund shall remain as the assets of St. Paul's Memorial Fund as originally constituted, and thirty-five percent (35%) of the assets of St. Paul's Memorial Fund shall become the assets of a new St. Paul's Memorial Fund-Fort Worth, subject to the same terms, conditions and provisions as contained in the original St. Paul's Memorial Fund established on the 30th day of December, 1960, as above set forth, save and except the Trustees of the new St. Paul's Memorial Fund-Fort Worth, shall be the Bishop of the Diocese of Fort Worth, the Treasurer of the Diocese of Fort Worth and the Chancellor of the Diocese of Fort Worth, and their successors in office; and

WHEREAS, it is the purpose of this document to set forth all of the terms, conditions and provisions of the aforesaid St. Paul's Memorial Fund-Fort Worth.

EXHIBIT F

ECUSA 000704

A1193

NOW, THEREFORE, we, Donis D. Patterson, Bishop of the Episcopal Diocese of Dallas, of the Protestant Episcopal Church in the United States of America, Fred Brooks, Treasurer of the Diocese of Dallas, and Paul Eggers, Chancellor of the Diocese of Dallas, do hereby establish and declare St. Paul's Memorial Fund-Fort Worth, as follows:

SECTION ONE: We hereby assign, transfer, convey and deliver thirty-five percent (35%) of the assets of St. Paul's Memorial Fund unto A. Donald Davies, Bishop of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A., Tom Ward, Treasurer of the Diocese of Fort Worth, and Michael Kensel, Chancellor of the Diocese of Fort Worth, and their successors in office.

Additional property, acceptable to the Trustees, may hereafter be added by the donors herein or any other individual, partnership or corporation, to the Trust herein created by supplemental instruments describing such additional property and declaring the intention that such additional property shall become and be a part of said Trust the same as if originally included herein. All properties, whether real, personal or mixed, contributed to the Trust shall be considered proper trust investments and may be retained by the Trustees. The uses, purposes, conditions, provisions and limitations of this Trust are as follows:

A. The Trustees may from time to time use so much of the property and the income therefrom, including such part of the corpus, as the Trustees see fit for the establishment and maintenance of a discretionary fund to be used by the Bishop of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A., and his successors in office, to the greater glory of God in the expansion of the Church and its teachings in the Diocese of Fort Worth, to aid and comfort the needy of the Diocese of Fort Worth, and for any other religious or charitable purpose deemed appropriate by the

Bishop of the Diocese of Fort Worth, including, but not limited to, assisting those individuals from the State of Texas desiring to enter the ministry to defray the cost of their tuition in an Episcopal seminary and to support and maintain themselves and/or their families during all or any portion of their seminary training.

B. The Trust herein created shall be perpetual.

C. No Trustee or successor Trustee herein designated shall be required to furnish bond, nor shall he be entitled to receive compensation for his services as Trustee.

D. The Trustees are hereby given power and authority to sell, lease or convey all or any part of said Trust estate at any time. The Trustees may lend and borrow money for the benefit of said Trust; give and receive pledges as security for loans; execute and deliver all notes and deeds of trust, pledges, releases and other instruments necessary or incidental to the proper management of said Trust; vote shares of stock in person and by proxy; sell, convey, execute pooling and unitization agreements, lease and/or otherwise deal with any oil, gas and mineral leases or mineral rights and royalties; pay all reasonable expenses; open custody accounts; retain the services of investment counsel; turn over the management and investment of said Trust to the Corporation of the Episcopal Diocese of Fort Worth; and the Trustees may hold the assets of the Trust in the form of cash for such periods of time as the Trustees deem advisable. The Trustees shall have power to determine the manner in which expenses are to be borne and in which receipts are to be credited as between principal and income; and also to determine what shall constitute income or net income and what shall constitute corpus or principal; and may withhold from income such reserves for depreciation or depletion as the Trustees may deem fair and equitable. No person dealing with said Trustees shall be required to look to the application made by

said Trustees of the proceeds arising from any such transaction. The Trustees shall have the power to engage in any business activities as the Trustees see fit, whether alone, in corporate or partnership form, and shall have specific authority to purchase interests in lands with other trusts and to improve said lands and to lease said lands to such persons and upon such terms and conditions as the Trustees see fit. The Trustees may invest the Trust assets and properties in any manner they think fit and proper, and in making investments and reinvestments, the Trustees shall not be restricted by any provision of law hereinafter enacted limiting investments by trustees. The Trustees shall have and exercise and shall be subject to and governed by the rights, powers, duties, provisions, conditions, limitations, liabilities and responsibilities set forth in the Texas Trust Act, together with all present and future amendments, except where and to the extent the same may be inconsistent or in conflict with any of the provisions of this Trust, in which latter event the provisions of this Trust shall govern.

SECTION TWO: In case of the death, resignation, failure, refusal or inability to act of any of the original Trustees herein named, then we direct that the remaining original Trustees shall continue to act until such time as a new Bishop, Treasurer or Chancellor of the Diocese of Fort Worth, as the case might be, is duly elected by the Diocese of Fort Worth in convention duly assembled. It is our intention that the Trustees of these Trusts shall always be those individuals who occupy the offices of Bishop, Treasurer and Chancellor of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A. or similar offices of any religious organization which may ever succeed it.

SECTION THREE: We hereby irrevocably renounce and surrender any right to change, revoke, alter, amend or terminate this Trust agreement.

SECTION FOUR: This Trust shall be known and referred to as
"St. Paul's Memorial Fund-Fort Worth."

WITNESS MY HAND at Dallas, Texas, this the ____ day of
_____, A.D. 1984.

Donis D. Patterson, Bishop of the
Diocese of Dallas of the Protestant
Episcopal Church in the United
States of America, Trustee

Fred Brooks, Treasurer of the
Diocese of Dallas, Trustee

Paul Eggers, Chancellor of the
Diocese of Dallas, Trustee

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____,
1984, by Donis D. Patterson, in the capacity therein stated

Notary Public, State of Texas

My Commission expires:

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____,
1984, by Fred Brooks, in the capacity therein stated.

Notary Public, State of Texas

My Commission expires:

THE STATE OF TEXAS §
§
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____,
1984, by Paul Eggers, in the capacity therein stated.

Notary Public, State of Texas

My Commission expires:

A. Donald Davies, Bishop of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A., Tom Ward, Treasurer of the Diocese of Fort Worth, and Michael Kensel, Chancellor of the Diocese of Fort Worth, all of Tarrant County, Texas, Trustees named in the foregoing Trust, hereby acknowledge the receipt from Donis D. Patterson of the property named in said Trust, and hereby accept the foregoing Trust and agree to execute the same according to its terms and conditions.

A. Donald Davies, Bishop of the Diocese of Fort Worth of the Protestant Episcopal Church in the U.S.A., Trustee

Tom Ward, Treasurer of the Diocese of Fort Worth, Trustee

Michael Kensel, Chancellor of the Diocese of Fort Worth, Trustee

THE STATE OF TEXAS §
§
COUNTY OF TARRANT §

This instrument was acknowledged before me on _____,
1984, by A. Donald Davies, in the capacity therein stated.

Notary Public, State of Texas

My Commission expires:

THE STATE OF TEXAS §
§
COUNTY OF TARRANT §

This instrument was acknowledged before me on _____,
1984, by Tom Ward, in the capacity therein stated.

Notary Public, State of Texas

My Commission expires:

THE STATE OF TEXAS §
§
COUNTY OF TARRANT §

This instrument was acknowledged before me on _____,
1984, by Michael Kensel, in the capacity therein stated.

Notary Public, State of Texas

My Commission expires:

ECUSA 000710

32x10

A1199

NO. 84-8573

THE EPISCOPAL DIOCESE OF DALLAS,	§	IN THE DISTRICT COURT OF
CORPORATION OF THE EPISCOPAL	§	
DIOCESE OF DALLAS, THE	§	
EPISCOPAL DIOCESE OF FORT WORTH.	§	<i>Lt. Alton</i>
CORPORATION OF THE EPISCOPAL	§	
DIOCESE OF FORT WORTH,	§	
THE RIGHT REV. DONIS D.	§	
PATTERSON, TRUSTEE and	§	DALLAS COUNTY, TEXAS.
THE RIGHT REV. A. DONALD	§	
DAVIES, TRUSTEE	§	
	§	
VS.	§	
	§	
JIM MATTOX, ATTORNEY GENERAL	§	D-95TH JUDICIAL DISTRICT
OF TEXAS	§	

AFFIDAVIT IN SUPPORT OF PLAINTIFFS' ORIGINAL PETITION

THE STATE OF TEXAS §
COUNTY OF TARRANT §

BEFORE ME, a Notary Public in and for Tarrant County, Texas,
on this day personally appeared A. Donald Davies, who first being
duly sworn, did upon oath depose and state:

My name is A. Donald Davies ("Affiant"), and I am over 21
years of age, am of sound mind, have never been convicted of any
crime or offense, and have personal knowledge of every statement
herein made and am fully competent to testify to the matters
stated herein.

Affiant further states that he is the Bishop of the
Episcopal Diocese of Fort Worth, and in such capacity carries the
title and is known as the Right Reverend A. Donald Davies.
Affiant is making this Affidavit for use in the above-entitled
and numbered cause with the understanding and knowledge that the
District Court will consider such Affidavit in making any find-
ings or entering any order as may be appropriate in the above-
entitled and numbered cause.

In support of the Plaintiffs' Original Petition filed in the
above-entitled and numbered cause, Affiant would state the
following:

1. Plaintiff, The Episcopal Diocese of Dallas, ("the Diocese of Dallas"), is a duly constituted religious organization, organized pursuant to the Constitution and Canons of the Protestant Episcopal Church in the United States of America (the "Episcopal Church"), with principal offices in Dallas, Dallas County, Texas. The Right Rev. Donis D. Patterson, Bishop of the Diocese of Dallas, represents the Diocese of Dallas in this proceeding.

2. Plaintiff, Corporation of the Episcopal Diocese of Dallas ("Dallas Episcopal Corporation"), is a Texas non-profit corporation, duly organized under the Constitution and Canons of the Episcopal Diocese of Dallas, having its principal place of business in Dallas County, Texas.

3. Plaintiff, The Episcopal Diocese of Fort Worth (the Diocese of Fort Worth"), is a duly constituted religious organization, organized pursuant to the Constitution and Canons of the Protestant Episcopal Church in the United States of America, with principal offices in Fort Worth, Tarrant County, Texas. Affiant, the Right Rev. A. Donald Davies is the Bishop of the Diocese of Fort Worth, and represents the Diocese of Fort Worth in this proceeding.

4. Plaintiff, Corporation of the Episcopal Diocese of Fort Worth ("Fort Worth Episcopal Corporation") is a Texas non-profit corporation, duly organized under the Constitution and Canons of the Episcopal Diocese of Fort Worth, with its principal place of business in Tarrant County, Texas.

5. The Right Rev. Donis D. Patterson, Trustee, is the duly authorized representative of the E. D. Farmer Foundation, the E. D. Farmer Foundation Trust and St. Paul's Trust.

6. Affiant, the Right Rev. A. Donald Davies is the proposed Trustee of the E. D. Farmer Foundation-Fort Worth, the proposed Trustee of the E. D. Farmer Trust, and the proposed Trustee of St. Paul's Memorial Fund-Fort Worth.

7. The subject matter of this action is the division of the Diocese of Dallas and its assets including real and personal property whether standing in the name of the Diocese of Dallas or any of its Bishops.

8. Prior to June 19, 1982, the Episcopal Diocese of Dallas was composed of an area consisting of the following 48 counties in the State of Texas: Archer, Bosque, Bowie, Brown, Camp, Cass, Clay, Collin, Comanche, Cooke, Dallas, Delta, Denton, Eastland, Ellis, Erath, Fannin, Franklin, Grayson, Hamilton, Henderson, Hill, Hood, Hopkins, Hunt, Jack, Johnson, Kaufman, Lamar, Mills, Montague, Morris, Navarro, Palo Pinto, Parker, Rains, Red River, Rockwall, Somervell, Stephens, Tarrant, Titus, Upshur, Van Zandt, Wichita, Wise, Wood, and Young. Immediately prior to June 19, 1982, Affiant, the Rt. Rev. A. Donald Davies was the Bishop of the Diocese of Dallas, having served in that capacity from 1970. Affiant was preceded in the office of Bishop of the Diocese of Dallas by the Rt. Rev. Alexander C. Garrett, who served as the Bishop of Dallas from 1874 to 1924; the Rt. Rev. Harry T. Moore, who served as Bishop from 1924 to 1946; and the Rt. Rev. Charles Avery Mason, who served as Bishop from 1946 to 1970. In addition, the Bishop of the Episcopal Diocese of Dallas is named as the Trustee of (i) what is known as the E. D. Farmer Foundation, which was created by an instrument in writing dated February 26, 1948; (ii) what is commonly known as the E. D. Farmer Trust, which was originally created by that certain Warranty Deed dated August 11, 1930, which is recorded in Book 1111, Page 623, of the Deed Records of Tarrant County, Texas, wherein certain property in Fort Worth, Tarrant County, Texas, was conveyed to the Bishop of the Diocese of Dallas by George Beggs, Executor; and (iii) what is known as St. Paul's Trust, which was created by that certain instrument dated December 30, 1960, executed by C. Avery Mason and his wife.

9. On June 19, 1982, at a duly called special convention of

the Diocese of Dallas, at which convention the required quorum of members of the clergy and lay persons was in attendance and voting, the division of the Diocese of Dallas into two separate dioceses as permitted by Article V of the Constitution of the Episcopal Church was duly approved. One of such dioceses was to continue to be known as the Episcopal Diocese of Dallas encompassing the following 25 counties in the State of Texas: Bowie, Camp, Cass, Collin, Dallas, Delta, Denton, Ellis, Fannin, Franklin, Grayson, Henderson, Hopkins, Hunt, Kaufman, Lamar, Morris, Navarro, Rainey, Red River, Rockwall, Titus, Upshur, Van Zandt, and Wood. The other diocese was to bear such name as might be adopted at an organizational convention at a future date and was to encompass the following 23 counties in the State of Texas: Archer, Bosque, Brown, Clay, Comanche, Cooke, Eastland, Erath, Hamilton, Hill, Hood, Jack, Johnson, Mills, Montague, Palo Pinto, Parker, Somervell, Stephens, Tarrant, Wichita, Wise, and Young. At this same convention of the Diocese of Dallas, general resolutions were properly adopted authorizing the appointment of a committee of an equal number of clergy and laymen from each diocese to report back at the annual convention to be held on October 1, 1982, with recommendations as to the division between the two dioceses of the assets and liabilities, including both real and personal property.

10. On the 1st day of October, 1982, in Dallas, Texas, at a duly called annual convention of the Diocese of Dallas, at which convention a quorum of members of the clergy and lay persons was present and voting, a resolution was duly approved dividing the assets and liabilities, including both real and personal property, between the Diocese of Dallas and the new Diocese of Fort Worth, a true copy of said resolution and exhibits thereto being attached to and made a part of the Plaintiffs' Original Petition on file in the above-entitled and numbered cause.

11. On November 13, 1982, a primary convention of the newly

formed diocese was held in Fort Worth, Texas, at which convention a quorum of clergy and lay persons was in attendance. At such primary convention in Fort Worth, Texas, the Diocese of Fort Worth was duly organized and established pursuant to the Constitution and Canons of the Episcopal Church. At such convention the Diocese of Fort Worth also adopted a Constitution and Canons for its own governance. Pursuant thereto, the Diocese of Fort Worth has caused a Texas non-profit corporation, bearing the name Corporation of the Episcopal Diocese of Fort Worth, to be organized.

12. As provided by Article V of the Constitution of the Episcopal Church, in case a diocese is divided into two or more dioceses, the Bishop of the diocese divided may elect the one to which he will be attached, and he thereupon becomes the Bishop thereof. Affiant, the Rt. Rev. A. Donald Davies, who was serving as the Bishop of the Diocese of Dallas at the time of the division, elected to become the Bishop of the new Diocese of Fort Worth, leaving a vacancy in the office of Bishop of the Diocese of Dallas. Thereafter, in accordance with the Constitution and Canons of the Episcopal Church, the Rev. Donis D. Patterson was elected to be the Bishop of the Diocese of Dallas and was consecrated to that office on October 29, 1983, and is serving in that capacity on the date hereof.

13. On December 2, 1983, at a duly called Annual Convention of the Diocese of Dallas, at which convention a quorum of members of the clergy and lay persons was present and voting, the Diocese of Dallas, on a second reading, adopted a revised Constitution and Canons. Article 13 of such Constitution as so revised provides that title to all real property acquired for the use of the Church in the Diocese shall be vested in a corporation to be known as Corporation of the Episcopal Diocese of Dallas. Pursuant to such provision the Diocese of Dallas has caused a Texas non-profit corporation, bearing the name Corporation of the Episcopal Diocese of Dallas, to be organized.

14. Pursuant to the terms of resolution adopted by the Plaintiffs, the Diocese of Dallas and the Diocese of Fort Worth, various assets, properties, investments, trusts and related matters have been divided between the two Plaintiff dioceses in an equitable manner, consistent with the number of Clergy and lay persons within each diocese and with due regard to the duties, responsibilities and obligations of the Clergy and lay persons within the two dioceses. The Plaintiffs, Dioceses of Dallas and Fort Worth, have further agreed that the aforesaid division of real and personal properties will not dispose of or otherwise affect or deal with any real or personal property disposed of under testamentary or inter vivos gift executed or effective prior to December 31, 1982, which bequest is to the Diocese of Dallas or the Bishop thereof.

15. Pursuant to the terms of the aforesaid resolutions, the Plaintiffs, the Diocese of Dallas and the Diocese of Fort Worth, have agreed to arrangements in respect of the aforesaid Trusts whereby (a) the E. D. Farmer Foundation will be divided into two Trusts on a basis similar to the division of the other assets and properties of the two Dioceses, with the Bishop of Dallas and his successors in office, to be the Trustee of the continuing portion of the Trust and the Bishop of Fort Worth and his successors in office, to be the Trustee of the newly created Trust; (b) the Bishop of the Diocese of Fort Worth will be the successor Trustee of the E. D. Farmer Trust, with such Trust to be administered subject to the terms and provisions of the instrument creating such Trust and the final judgment rendered in Cause No. 51817-A; and (c) St. Paul's Trust will be divided into two Trusts on a basis similar to the division of the other assets and properties of the two Dioceses, with the Bishop of Dallas and his successors in office to be the Trustee of the continuing portion of such Trust and the Bishop of the Diocese of Fort Worth and his successors in office to be the Trustee of the newly created Trust

(to be known as St. Paul's Memorial Fund-Fort Worth). Affiant states and represents to the Court that he has reviewed all such proposed arrangements and that in the opinion of the Affiant such proposed arrangements are fair, just and equitable to all persons and parties involved.

Affiant further states and represents to the Court that he has reviewed the proposed final judgment submitted to the Court in the above-entitled and numbered cause, such proposed final judgment showing the written approval of all attorneys representing all parties, and Affiant states to the Court that in the opinion of the Affiant the proposed judgment is fair to all persons affected by it.

A. Donald Davies
A. DONALD DAVIES

SWORN TO AND SUBSCRIBED BEFORE ME, by the said A. Donald Davies, this 12th day of August, 1984.

Miss A. [Signature]
Notary Public, State of Texas

My Commission expires:

4th February 1987



NAMAN HOWELL
SMITH & LEE

A REGISTERED LIMITED LIABILITY PARTNERSHIP
ATTORNEYS AT LAW

Sandra Liser
Direct Dial: (817) 870-1976
sliser@namanhowell.com

100 East 15th Street
Suite 320
Fort Worth, Texas 76102
(817) 870-1996
Fax (817) 870-2573

July 27, 2009

Offices in:

- Austin
- Fort Worth
- Harker Heights
- Temple
- Waco

www.namanhowell.com

Via Hand Delivery
Ms. Kathleen Wells
Taylor Olson Adkins Sralla & Elam, LLP
6000 Western Place, Suite 200
Fort Worth, Texas 76107

RE: Cause No. 141-237105-09; *The Episcopal Diocese of Fort Worth, The Corporation of the Episcopal Diocese of Fort Worth, and The Episcopal Church v. Franklin Salazar, Jo Ann Patton, Walter Virden III, Rod Barber, Chad Bates, Jack Leo Iker, and The Anglican Province of the Southern Cone's "Diocese of Fort Worth," holding itself out as "The Episcopal Diocese of Fort Worth."*

Dear Kathleen:

Please find enclosed the following certified documents from the closed Dallas County case:

1. Plaintiff's Original Petition;
2. Affidavit in Support of Plaintiff's Original Petition of A. Donald Davies; and
3. Judgment.

As soon as we hear from the Tarrant County Clerk concerning the closed case in the 153rd Judicial District court, we will retrieve the certified copies of the Affidavits of Reverend Canon Billie Boyd and Reverend Canon Charles Hough, III. If you should have any questions regarding this matter, please do not hesitate to contact our office.

Very truly yours,

Mary Wiltshire, Paralegal to
Sandra Liser

/mw
Enclosures

{00797474.DOC /}

Established in 1917

ECUSA 000717

A1207

Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH
Filing Number: 64493201

Articles Of Incorporation	February 28, 1983
Articles Of Amendment	November 04, 1987
Change Of Registered Agent/Office	November 27, 1991
Articles Of Amendment	November 27, 1991
Nonprofit Periodic Report	February 18, 1994
Change of Registered Agent/Office	May 21, 2002
Restated Articles of Incorporation	September 05, 2006
Report Notice	March 06, 2007
Nonprofit Periodic Report	April 02, 2007
Nonprofit Periodic Report	March 06, 2009
Restated Articles of Incorporation	April 14, 2009
Articles of Correction	April 21, 2009

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on May 19, 2009.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Phone: (512) 463-5555
Prepared by: SDEHOYOZ

Come visit us on the internet at <http://www.sos.state.tx.us/>

Fax: (512) 463-5709
TID: 10266

Dial: 7-1-1 for Relay Services
Document: 258484740002

FILED
in the Office of the
Secretary of State of Texas
FEB 28 1983

ARTICLES OF INCORPORATION
OF
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH

Clerk E
Corporations Section

ARTICLE ONE

The name of the corporation is CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purpose or purposes for which the corporation is organized are:

- (1) To receive and maintain a fund or funds or real or personal property, or both, from any source including all real property acquired for the use of the Episcopal Diocese of Fort Worth as well as the real property of all parishes, missions and diocesan institutions. Subject to the limitations and restrictions hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.
- (2) The property so held pursuant to (1) supra shall be administered in accordance with the Constitution and Canons of the Episcopal Diocese of Fort Worth as they now exist or as they may hereafter be amended.
- (3) No part of the net earnings of the corporation shall inure to the benefit of any Director of the

ARTICLES OF INCORPORATION OF
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH

ECUSA 000811

A1209

corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

- (4) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.
- (5) Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 3572 Southwest Loop 820, Fort Worth, Texas 76133, and the name of its initial registered agent at such address is The Right Reverend A. Donald Davies.

SECTION SIX

The number of trustees constituting the initial Board of Trustees is five. The manner of election and the period of time for which the Trustees shall hold office shall be fixed by the by-laws of the corporation as the same may be adopted and from time to time amended. The names and addresses of the persons who are to serve as the initial trustees are:

ARTICLES OF INCORPORATION OF
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH - Page Two

ECUSA 000812

A1210

<u>Name</u>	<u>Address</u>
Mr. Gene E. Engleman	1112 Shady Oaks Lane Fort Worth, Texas 76107
Mr. Edward P. Munson, Jr.	4071 Hidden View Fort Worth, Texas 76109
Mr. C. E. Casebier, III	1601 Westridge Court Hurst, Texas 76053
Mr. Robert McGhee Randolph	1215 Washington Terrace Fort Worth, Texas 76107
Mr. Walter Virden, III	1803 Bois D'Arc Arlington, Texas 76013

ARTICLE SEVEN

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
The Right Reverend A. Donald Davies	610 Mohawk Trail DeCordova Bend Estates Granbury, Texas 76048
Mr. Gene E. Engleman	1112 Shady Oaks Lane Fort Worth, Texas 76107
Mr. N. Michael Kensel	5533 Byers Fort Worth, Texas 76107

A. Donald Davies

The Right Reverend A. Donald Davies

Gene E. Engleman

Gene E. Engleman

N. Michael Kensel

N. Michael Kensel

INCORPORATORS

THE STATE OF TEXAS I
COUNTY OF TARRANT I

BEFORE ME, a Notary Public, on this day personally appeared
THE RIGHT REVEREND A. DONALD DAVIES, GENE E. ENGLEMAN and N. MICHAEL
KENSEL, known to me to be the persons whose names are subscribed

ARTICLES OF INCORPORATION OF
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH - Page Three

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to the foregoing document and, being by me first duly sworn,
severally declared that the statements therein contained are
true and correct.

GIVEN under my hand and seal of office this 24th day
of February, 1983.

Carol L. Dade
Notary Public in and for the
State of Texas

My commission expires:
8-30-86

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FILED
In the Office of the
Secretary of State of Texas

NOV 4 1987

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH Corporations Section

Pursuant to the provisions of Article 1396--4.03 of the Texas Non-Profit Corporation Act, Corporation of the Episcopal Diocese of Fort Worth, a Texas non-profit corporation which is subject to the provisions of the Texas Non-Profit Corporation Act, adopts the hereinafter stated Articles of Amendment to its Articles of Incorporation, which add a new Article Eight eliminating personal monetary liability of Directors (Trustees) in certain circumstances as now permitted by Section 7.06 of the Texas Miscellaneous Corporation Laws Act, effective August 31, 1987.

ARTICLE I

NAME

The name of the corporation is: CORPORATION OF THE EPISCOPAL DIOCBSE OF FORT WORTH.

ARTICLE II

SPECIFICATION OF AMENDMENT

The following amendment to the Articles of Incorporation was adopted by the corporation on October 6, 1987.

The Articles of Incorporation are hereby amended by adding thereto a new Article Eight reading as follows:

ARTICLE EIGHT

No director (trustee) of the Company shall be liable to the Corporation or its members for monetary damages for an act or omission in the director's (trustee's) capacity as director (trustee), except as otherwise provided by statute.

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ARTICLE III

HOW ADOPTED

The amendment was adopted in the following manner:

The amendment was adopted at a meeting of the Board of Directors (Trustees) held on October 6, 1987, and received the vote of a majority of the directors (trustees) in office, there being no members having voting rights in respect thereof.

DATED: October 6, 1987.

CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH

By GE Engleman
President

By Walter Venton
Secretary

THE STATE OF TEXAS §

COUNTY OF TARRANT §

I, Dodie Hurston, a Notary Public, do hereby certify that on this 6th day of October, 1987, personally appeared before me GE Engleman and _____ who, each being duly sworn, declared that they are the President and Secretary, respectively, of the corporation executing the foregoing document in the capacity therein set forth, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Dodie Hurston
Notary Public, State of Texas

My Commission expires:

10/31/88

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ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH

FILED
In the Office of the
Secretary of State of Texas
NOV 27 1991
Corporations Section

Pursuant to the provisions of Article 1396--4.03 of the Texas Non-Profit Corporation Act, Corporation of the Episcopal Diocese of Fort Worth, a Texas non-profit corporation which is subject to the provisions of the Texas Non-Profit Corporation Act, adopts the hereinafter stated Articles of Amendment of its Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is: CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH.

ARTICLE II

SPECIFICATION OF AMENDMENT

The following amendments to the Articles of Incorporation were adopted by the corporation on November 12, 1991.

A. Article Eight of the Articles of Incorporation is hereby amended to read as follows:

No Trustee of the corporation shall be personally liable to the corporation for monetary damages for an act or omission in the Trustee's capacity as a Trustee, except that this paragraph does not eliminate or limit the liability of a Trustee for (1) a breach of a Trustee's duty of loyalty to the corporation, (2) an act or omission not in good faith that constitutes a breach of duty of the Trustee to the corporation or that involves intentional misconduct or a knowing violation of the law, (3) a transaction from which a Trustee received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Trustee's office, or (4) an act or omission for which the liability of a Trustee is expressly provided for by statute. Neither the amendment nor repeal of this Article shall

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eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit, or claim that, but for this paragraph, would accrue or arise, prior to such amendment or repeal. If the Texas Non-Profit Corporation Act or the Texas Miscellaneous Corporation Laws Act is hereinafter amended to authorize corporate action further eliminating or limiting the personal liability of Trustees, then the liability of a Trustee of the corporation shall be eliminated or limited to the fullest extent permitted by the Texas Non-Profit Corporation Act or the Texas Miscellaneous Corporation Laws Act, as so amended from time to time.

B. The Articles of Incorporation are further amended by adding a new Article Nine reading as follows:

ARTICLE NINE

(A) To the extent provided in the following paragraphs, the corporation shall indemnify any person who is or was a Trustee or an officer of the corporation, and may indemnify any person who is or was an employee or agent of the corporation and any person who serves or served at the corporation's request as a director, officer, trustee, agent, (including any person appointed by the corporation to act on any of the corporation's committees), employee, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise. In the event the provisions of indemnification set forth below are more restrictive than the provisions of indemnification allowed by Article 1396-2.22A of the Texas Non-Profit Corporation Act, then such persons named above shall be indemnified to the full extent permitted by Article 1396-2.22A of the Texas Non-Profit Corporation Act as it may exist from time to time.

(B) In case of a threatened or pending suit, action, or proceeding (whether civil, criminal, administrative, or investigative) against a person named in paragraph (A) above by reason of such person's holding a position named in such paragraph (A), the corporation may (or, in the case of a Trustee or officer of the corporation, shall) indemnify such person if such person satisfied the standard contained in paragraph (C), for amounts actually and reasonably incurred by such person in connection with the defense or settlement of the suit as expenses (including court costs and attorney's fees), amounts paid in settlement, judgments, and fines.

(C) A person named in paragraph (A) above may be indemnified only if it is determined in accordance with paragraph (D) below that such person:

- (1) acted in good faith in the transaction which is the subject of the suit; and
- (2) reasonably believed:
 - (a) if acting in his or her official capacity as director, officer, trustee, agent, or employee of the corporation, that his or her conduct was in the best interests of the corporation; and
 - (b) in all other cases, that his or her conduct was not opposed to the best interests of the corporation.
- (3) in the case of any criminal proceeding, had no reasonable cause to believe that his or her conduct was unlawful.

The termination of a proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent will not be determinative, of itself, that such person failed to satisfy the standard contained in this paragraph (C).

(D) A determination that the standard of paragraph (C) above has been satisfied must be made:

- (1) by a majority vote of a quorum consisting of Trustees who at the time of the vote are not named defendants or respondents in the proceedings; or
- (2) if such quorum cannot be obtained, by a majority vote of a committee of the Board of Trustees, designated to act in the matter by a majority vote of all Trustees, consisting solely of two or more Trustees who at the time of the vote are not named defendants or respondents in the proceeding; or
- (3) by special legal counsel selected by the Board of Trustees or a committee of the Board by vote as set forth in subparagraphs (1) or (2) above, or, if such a quorum cannot be obtained and such a committee cannot be established, by a majority vote of all Trustees.

(E) Authorization of indemnification and determination as to reasonableness of expenses must be made in the same manner as the determination that indemnification is permissible. If the determination that indemnification is permissible is made by special legal counsel, authorization of indemnification and determination as to reasonableness of expenses must be made in the manner specified by subparagraph (D)(3) above for the selection of special legal counsel.

(F) Notwithstanding the foregoing, if any person who would otherwise be entitled to indemnity is found liable to the corporation or is found liable on the basis that personal benefit was improperly received by such person, whether or not the benefit resulted from an action taken in his official capacity, then indemnification shall be limited to reasonable expenses actually incurred by the person in connection with the proceeding, except that if the person is also found liable for willful or intentional misconduct in the performance of his duty to the corporation, then no indemnification of any kind shall be made with respect to the proceeding. A person shall be deemed to have been found liable in respect of any claim, issue, or matter only after he shall have been so adjudged by a court of competent jurisdiction after exhaustion of all appeals therefrom.

(G) The corporation may reimburse or pay in advance any reasonable expenses (including court costs and attorneys' fees) which may become subject to indemnification under paragraphs (A) through (F) above, and without the determination specified in paragraph (D) above, but only after the person to receive the payment (i) signs a written affirmation of his or her good faith belief that he or she has met the standard of conduct necessary for indemnification under paragraph (C), and (ii) undertakes in writing to repay such advances if it is ultimately determined that he has not met the standard set forth in paragraph (C) or that indemnification is prohibited by paragraph (F). The written undertaking required by this paragraph must be an unlimited general obligation of the person but need not be secured. It may be accepted without reference to financial ability to make repayment.

(H) The corporation shall pay or reimburse expenses incurred by a Trustee or officer of the corporation in connection with his appearing as a witness or other participation in a proceeding at a time when he is not a named defendant or respondent in the proceeding.

(I) The indemnification provided by this Article Nine will not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote of members or disinterested Trustees, or otherwise.

(J) The indemnification and advance payment provided by this Article Nine will continue as to a person who has ceased to hold a position named in paragraph (A) above and will inure to such person's heirs, executors, and administrators.

(K) The corporation may purchase and maintain insurance on behalf of any person who holds or has held any position named in paragraph (A) above against any liability incurred by such person in any such position, or arising out of such person's status as such, whether or not the corporation would have power to indemnify such person against such liability under this Article Nine.

(L) Indemnification payments and advance payments made under this Article Nine shall be reported in writing to the Trustees of the corporation at the next notice or waiver of notice of annual meeting, or within twelve months, whichever is sooner.

C. The Articles of Incorporation are further amended by adding a new Article Ten reading as follows:

ARTICLE TEN

(A) Except as provided in paragraphs (C) and (G) below, in any civil action brought against the corporation for damages based on an act or omission by the corporation or its employees or volunteers, the liability of the corporation shall be limited to money damages in the maximum amount of \$500,000 for each person and \$1,000,000 for each single occurrence of bodily injury or death and \$100,000 for each single occurrence for injury to or destruction of property.

(B) Except as provided in paragraphs (C) and (G) below, in any civil action brought against an employee of the corporation for damages based on any act or omission by the employee in the course and scope of his or her employment, the liability of the employee shall be limited to money damages in a maximum amount of \$500,000 for each person and \$1,000,000 for each single occurrence of bodily injury or death and \$100,000 for each single occurrence for injury to or destruction of property.

(C) In order for the provisions contained in paragraphs (A) and (B) above to apply, the corporation must have in effect at the time of any act or omission described therein liability insurance coverage in the amount of at least \$500,000 for each person and \$1,000,000 for each single occurrence for death or bodily injury and \$100,000 for each single occurrence for injury to or destruction of property. Such insurance coverage may be provided under a contract of insurance or other plan of insurance authorized by statute.

(D) Except as provided in paragraphs (F) and (G) below, a volunteer who is serving as an officer, director, or trustee of the corporation is immune from civil liability for any act or omission resulting in death, damage, or injury if the volunteer was acting in the course and scope of his or her duties or functions as an officer, director, or trustee of the corporation.

(E) Except as provided in paragraphs (F) and (G) below, a volunteer who is serving as a direct service volunteer of the corporation is immune from civil liability for any act or omission resulting in death, damage, or injury if the volunteer was acting in good faith and in the course and scope of his or her functions or duties with the corporation.

(F) A volunteer of the corporation shall be liable to any person for death, damage, or injury to the person or his property if such were proximately caused by any act or omission arising from the operation or use of any motor-driven equipment by the volunteer, but only to the extent insurance coverage is required by Section 1A of the Texas Motor Vehicle Safety-Responsibility Act, and only to the extent of any existing insurance coverage applicable to the act or omission.

(G) The provisions of this Article shall not apply to any act or omission that is intentional, willfully or wantonly negligent, or done with conscious indifference or reckless disregard for the safety of others.

(H) As used in paragraphs (A) and (B) above the term "employee" means any person, including an officer or director, who is in the paid service of the corporation, but does not include an independent contractor.

(I) As used in paragraphs (A), (D), (E), and (F) above, the term "volunteer" means any person rendering services for or on behalf of the corporation who does not receive compensation in excess of reimbursement for expenses

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incurred, and such term shall include a person serving as a officer, Trustee, or direct service volunteer.

(J) Neither the amendment nor repeal of this Article shall eliminate or reduce the effect of the provisions of this Article in respect of any matter occurring, or any cause of action, suit, or claim that, but for this Article, would accrue or arise, prior to such amendment or repeal. If any clause or provision of this Article or its application is held to be unconstitutional, such invalidity shall not affect other clauses, provisions, or applications of this Article that can be given effect without the invalid cause or provision and shall not affect or nullify the remainder of this Article or any other clause or provision. If the Texas Civil Practice & Remedies Code is hereinafter amended to further eliminate or limit the personal liability of directors, officers, trustees, employees, or volunteers of the corporation, then the liability of such persons shall be eliminated or limited to the fullest extent permitted by the Texas Practice & Remedies Code, as so amended from time to time.

ARTICLE III

HOW ADOPTED

The amendment was adopted in the following manner:

The amendment was adopted at a meeting of the Board of Trustees held on November 12, 1991, and received the vote of a majority of the trustees in office, there being no members having voting rights in respect thereof.

DATED: November 13th, 1991.

CORPORATION OF THE EPISCOPAL DIOCESE
OF FORT WORTH

By: + Clarence C. Pope, Jr.
THE RIGHT REVEREND CLARENCE C. POPE, JR.,
Chairman of the Board

Received: SEP/05/2006/TUE 12:02 PM K B & B LAWYERS

Sep 5 2006 11:59am
FAX No. 8173357733

P. 002
FILED
In the Office of the
Secretary of State of Texas

SEP 05 2006

Corporations Section

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH**

CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH (the "Corporation") is a Texas non-profit corporation certified by the Texas Secretary of State on February 28, 1983, Charter No. 644932. Pursuant to the provisions of Article 1396-4.06 of the Texas Non-Profit Corporation Act, The Corporation hereby adopts the following Amended and Restated Articles of Incorporation, which accurately copy the Articles of Incorporation as hereby amended. These Amended and Restated Articles of Incorporation contain revisions in Articles IV, V and VI. These Amended and Restated Articles of Incorporation contain no other change in any other provision thereof.

Amendments through these Amended and Restated Articles of Incorporation were approved by a unanimous vote at a meeting of a quorum of the members of the board of trustees (the "Board" as hereinafter defined in Article VI) for the Corporation held August 15, 2006. The Corporation has no members with voting rights.

ARTICLE I

The name of the Corporation is CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH.

ARTICLE II

The Corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purpose or purposes for which the Corporation is organized are:

- (1) To receive and maintain a fund or funds or real or personal property, or both, from any source. Subject to the limitations and restrictions hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations.

under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

(2) The property so held pursuant to (1) supra shall be administered in accordance with the Bylaws of the Corporation as they now exist or as they may hereafter be amended.

(3) No part of the net earnings of the Corporation shall inure to the benefit of any trustee or officer of the Corporation, or any private individual; provided, however, that nothing in these Amended and Restated Articles of Incorporation shall preclude the payment of reasonable compensation for services rendered or a reasonable salary to any private individual or a trustee or officer of the Corporation. No trustee or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(4) Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

(5) Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively by the Board to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE V

The registered agent of the Corporation is Rt. Rev. Jack Leo Iker, D.D.; 2900 Alameda Street; Fort Worth, Texas 76108; the registered office address of the Corporation is 2900 Alameda Street; Fort Worth, Texas 76108.

ARTICLE VI

The number of trustees constituting the board of trustees is six (6), (collectively, the "Board"). The Bishop (herein so called) of the body now known as the Episcopal Diocese of Fort Worth shall be the Chairman of the Board. For the remaining five (5) trustees (the "Elected Trustees"), the manner of election and the period of time for which the Elected Trustees shall hold office shall be fixed by the Bylaws of the Corporation as the same may be adopted and from time to time amended.

In the event of a dispute or challenge regarding the identity of the Bishop of the body now known as the Episcopal Diocese of Fort Worth, the Elected Trustees shall have the sole authority to determine the identity and authority of the Bishop, as provided in the Bylaws of the Corporation, for purposes of these Amended and Restated Articles of Incorporation.

In the event the body now known as the Episcopal Diocese of Fort Worth is without a Bishop, the Elected Trustees shall have the sole authority to appoint, as provided in the Bylaws of the Corporation, a Chairman of the Board for purposes of these Amended and Restated Articles of Incorporation and the Bylaws of the Corporation.

If a determination pursuant to this Article VI becomes necessary in the discretion of any member of the Board, a member of the Board may call a special meeting of the Board for the purpose of making such determination, as provided in the Bylaws of the Corporation.

The names and addresses of the current trustees are:

Dr. Franklin Salazar
1505 Wright Street
Arlington, Texas 76012

Mr. Walter Virden
1803 Bois d arc Drive
Arlington, Texas 76013

Mr. Rod Barber
7924 Vista Ridge North
Fort Worth, Texas 76132

Mrs. Jo Ann Patton
3309 Marquette Court
Fort Worth, Texas 76109

Mr. Chad Bates
1114 Montear Court
Arlington, Texas 76012

Rt. Rev. Jack L. Iker
2900 Alameda Street
Fort Worth, Texas 7108

ARTICLE VII INCORPORATORS

The name and street address of each incorporator is:

Name

Address

The Right Reverend A. Donald Davies

610 Mohawk Trail

Received:
SEP/05/2006/TUE 12:03 PM K B & B LAWYERS

Sep 5 2006 12:00pm
FAX No. 8173357733

P. 005

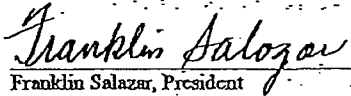
DeCordova Bend Estates
Graebury, Texas 76048

Mr. Gene E. Engelman

1112 Shady Oaks Lane
Fort Worth, Texas 76107

Mr. Michael Kensel

5533 Byers
Fort Worth, Texas 76107


Franklin Salazar, President


Walter Virden, Secretary

FILED
In the Office of the
Secretary of State of Texas

APR 14 2009

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
CORPORATIONS SECTION
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH

CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH (the "Corporation") is a Texas non-profit corporation certified by the Texas Secretary of State on February 28, 1983, Charter No. 644932.

Pursuant to the provisions of Article 1396-4.06 of the Texas Non-Profit Corporations Act, the Corporation hereby adopts the following Amended and Restated Articles of Incorporation, which accurately copy the Articles of Incorporation and all amendments thereto that are in effect to date and as further corrected and amended by such restated Articles of Incorporation. These Amended and Restated Articles of Incorporation contain revisions in Articles IV, V and VI; former Article VII was deleted; and new Articles VII and VIII are added. These Amended and Restated Articles of Incorporation contain no other change in any other provision thereof.

These Amended and Restated Articles of Incorporation were approved by a unanimous vote at a meeting of a quorum of the members of the Board for the Corporation held April 4, 2009. The Corporation has no members with voting rights.

ARTICLE I

The name of the Corporation is CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH.

ARTICLE II

The Corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purpose or purposes for which the Corporation is organized are:

- (1) To receive and maintain a fund or funds or real or personal property, or both, from any source including all real property acquired for the use of the Episcopal Diocese of Fort Worth as well as the real property of all of the Diocese's parishes, missions and diocesan institutions, subject to the limitations and restrictions hereinafter set forth, and to use and apply the whole or any part of the

income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as *except organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.*

(2) The Corporation and the property so held pursuant to (1) *supra* shall be administered in accordance with the Constitution and Canons of the Episcopal Diocese of Fort Worth and the Episcopal Church of the United States and the Bylaws of the Corporation as they now exist or as they may hereafter be amended.

(3) No part of the net earnings of the Corporation shall inure to the benefit of any trustee or officer of the Corporation, or any private individual; *provided, however,* that nothing in these Amended and Restated Article of Incorporation shall preclude the payment of reasonable compensation for services rendered or a reasonable salary to any private individual or a trustee or officer of the Corporation. No trustee or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or *intervene in* (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(4) Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization *except* from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

(5) Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to the charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE V

The street address of the registered office of the Corporation is 3550 Southwest Loop 820, Fort Worth, Texas 76133, and the name of the Corporation's registered agent at that address is The Rev. James Hazel.

ARTICLE VI

The number of trustees constituting the Board is six (6). The Bishop of the Episcopal Diocese of Fort Worth shall be a Trustee and the Chairman of the Board. The manner of election and the period of time for which the remaining five (5) trustees shall hold office shall be fixed by the Constitution and Canons of the Episcopal Diocese of Fort Worth and the Bylaws as the same may be adopted and from time to time amended.

The names and addresses of the current trustees are:

The Rt. Rev. Edwin F. Gulick, Jr.
3550 Southwest Loop 820
Fort Worth, Texas 76133

The Rev. James Hazel
3550 Southwest Loop 820
Fort Worth, Texas 76133

The Rev. John Stanley
3550 Southwest Loop 820
Fort Worth, Texas 76133

Mr. Robert M. Bass
3550 Southwest Loop 820
Fort Worth, Texas 76133

Ms. Cherie Shipp
3550 Southwest Loop 820
Fort Worth, Texas 76133

Dr. Trace Worrell
3550 Southwest Loop 820
Fort Worth, Texas 76133

ARTICLE VII

No Trustee of the Corporation shall be personally liable to the Corporation for monetary damages for an act or omission in the Trustee's capacity as a Trustee, except that this paragraph does not eliminate or limit the liability of a Trustee for (1) a breach of a Trustee's duty of loyalty to the Corporation, (2) an act or omission not in good faith that constitutes a breach of duty of the Trustee to the Corporation or that involves intentional misconduct or a knowing violation of the law, (3) a transaction from which a Trustee received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Trustee's office, or (4) an act or omission for which the liability of a Trustee is expressly provided for by statute. Neither the amendment nor repeal of this Article shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit, or claim that, but for this paragraph, would accrue or arise, prior to such amendment or repeal. If the Texas Non-Profit Corporation Act, the Texas Miscellaneous Corporation Laws Act, or any successor statutes, are hereinafter amended to authorize corporate action further eliminating or limiting the personal liability of Trustees, then the liability of a Trustee of the Corporation shall be eliminated or limited to the fullest extent permitted by the Texas Non-Profit Corporation Act, the Texas Miscellaneous Corporation Laws Act, or any successor statutes, as so amended from time to time.

ARTICLE VIII

(A) To the fullest extent permitted by Texas law, the Corporation shall indemnify any person who is or was a Trustee or an officer of the Corporation, and may indemnify any person ("Discretionary Indemnitee") who is or was an employee or agent of the Corporation and any person who serves or served at the Corporation's request as a director, officer, trustee, agent, (including any person appointed by the Corporation to act on any of the Corporation's

committees), employee, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise. Neither the future amendment nor repeal of this Article shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit, or claim that, but for this paragraph, would accrue or arise, prior to such amendment or repeal. *provided, however*, that this paragraph (A) shall apply only to the following persons: (1) a person who became a Trustee by virtue of an advisory election by delegates to a Special Convention of the Episcopal Diocese of Fort Worth and subsequent appointment by the Provisional Bishop as Trustee on or about February 7, 2009 and his or her successors; (2) a person who was elected as an officer of the Corporation on or about February 12, 2009 and his or her successors; and (3) a Discretionary Indemnitee who was appointed, elected, or requested to serve by a person identified in (A)(1) or (A)(2) above, on or after February 7, 2009.

(B) Unless otherwise prohibited by Texas law, the Corporation shall reimburse or pay in advance any reasonable expenses (including court costs and attorneys' fees) which may become subject to indemnification under this Article, upon request by or on behalf of the person subject to such indemnification.

(C) The Corporation shall pay or reimburse expenses incurred by a present or former Trustee or officer of the Corporation who is eligible to be indemnified pursuant to paragraph (A) of this Article in connection with his or her appearing as a witness or other participation in a proceeding at a time when he is not a named defendant or respondent in the proceeding, upon request by such person.

(D) The provisions of this Article shall be applicable to claims, actions, suits or proceedings made or commenced after the adoption of this Article, whether arising from acts or omissions to act occurring before or after adoption hereof, and shall continue as to a person who has ceased to hold a position named in paragraph (A) of this Article and will inure to such person's heirs, executors, and administrators.

(E) The indemnification provided by this Article shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote of Trustees, or otherwise and shall not restrict the power of the Corporation to make any indemnification permitted by law.

(F) The Corporation may purchase and maintain insurance on behalf of any person who holds or has held any position named in paragraph (A) above against any liability incurred by such person in any such position, or arising out of such person's status as such, whether or not the Corporation would have power to indemnify such person against such liability under this Article.

(G) In no case, however, shall the Corporation indemnify, reimburse, or insure any person in any instance where, or to the extent that, such indemnification, reimbursement or insurance is inconsistent with section 4958 of the Internal Revenue Code and its Regulations, or any other provision of the Internal Revenue Code and its Regulations applicable to corporations described in section 501(c)(3) of the Internal Revenue Code and its Regulations, as they now exist or as they may hereafter be amended.

APR-14-2009 TUE 10:57 AM TAYLOR OLSON ADKINS

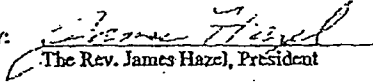
FAX NO. 817 332 4740

P. 07/12

(H) If any part of this Article shall be found in any action, suit, or proceeding to be invalid, illegal, unenforceable or ineffective, only that provision shall be modified in a manner designed to uphold the intent and purpose of such provision as written to the maximum extent permitted by law. The validity and the effectiveness of the remaining parts shall not be affected.

Dated: April 4, 2009

CORPORATION OF THE
EPISCOPAL DIOCESE OF FORT WORTH

By: 
The Rev. James Hazel, President

AMENDED AND RESTATED ARTICLES OF INCORPORATION—
CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH

PAGE 5

ECUSA 000841

A1230

Form 403
(Revised 01/08)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: \$15



Certificate of Correction

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
APR 21 2009
Corporations Section

Entity Information

1. The name of the filing entity is:

Corporation of The Episcopal Diocese of Fort Worth

State the name of the entity as currently shown in the records of the secretary of state. If the certificate of correction corrects the name of the entity, state the present name and not the name as it will be corrected.

The file number issued to the filing entity by the secretary of state is: 644932

Filing Instrument to be Corrected

2. The filing instrument to be corrected is: Amended and Restated Articles of Incorporation

The date the filing instrument was filed with the secretary of state: April 14, 2009
mm/dd/yyyy

Identification of Errors and Corrections

(Indicate the errors that have been made by checking the appropriate box or boxes; then provide the corrected text.)

The entity name is inaccurate or erroneously stated. The corrected entity name is:

The registered agent name is inaccurate or erroneously stated. The corrected registered agent name is:

Corrected Registered Agent
(Complete either A or B, but not both.)

A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

B. The registered agent is an individual resident of the state whose name is:

Rt. Rev. Jack L. Iker D.D
First Middle Last Name Suffix

Form 403

RECEIVED
APR 21 2009
Secretary of State

ECUSA 000842

A1231

The registered office address is inaccurate or erroneously stated. The corrected registered office address is:

Corrected Registered Office Address

2900 Alameda Street
Street Address (No P.O. Box)

Fort Worth
City

TX 76108
State Zip Code

The purpose of the entity is inaccurate or erroneously stated. The purpose is corrected to read as follows:

The period of duration of the entity is inaccurate or erroneously stated. The period of duration is corrected to read as follows:

Identification of Other Errors and Corrections

(Indicate the other errors and corrections that have been made by checking and completing the appropriate box or boxes.)

Other errors and corrections. The following inaccuracies and errors in the filing instrument are corrected as follows:

Add Each of the following provisions was omitted and should be added to the filing instrument. The identification or reference of each added provision and the full text of the provision is set forth below.

Alter The following identified provisions of the filing instrument contain inaccuracies or errors to be corrected. The full text of each corrected provision is set forth below:
Please see attached for alterations to the first, second and third preamble paragraphs preceding Article I and for altered Articles IV and VI.

Delete Each of the provisions identified below was included in error and should be deleted.
Delete Articles VII and VIII in their entirety.

Defective Execution The filing instrument was defectively or erroneously signed, sealed, acknowledged or verified. Attached is a correctly signed, sealed, acknowledged or verified instrument.

Statement Regarding Correction

The filing instrument identified in this certificate was an inaccurate record of the event or transaction evidenced in the instrument, contained an inaccurate or erroneous statement, or was defectively or erroneously signed, sealed, acknowledged or verified. This certificate of correction is submitted for the purpose of correcting the filing instrument.

Correction to Merger, Conversion or Exchange

The filing instrument identified in this certificate of correction is a merger, conversion or other instrument involving multiple entities. The name and file number of each entity that was a party to the transaction is set forth below. (If the space provided is not sufficient, include information as an attachment to this form.)

<i>Entity name</i>	<i>SOS file number</i>

Effectiveness of Filing

After the secretary of state files the certificate of correction, the filing instrument is considered to have been corrected on the date the filing instrument was originally filed except as to persons adversely affected. As to persons adversely affected by the correction, the filing instrument is considered to have been corrected on the date the certificate of correction is filed by the secretary of state.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: April 21, 2009



Rt. Rev. Jack L. Iker, Trustee

Attachment to Certificate of Correction
Corporation of The Episcopal Diocese of Fort Worth
File No. 644932

PREAMBLE

CORPORATION OF THE EPISCOPAL DIOCESE OF FORT WORTH (the "Corporation") is a Texas non-profit corporation certified by the Texas Secretary of State on February 28, 1983, Charter No. 644932. Pursuant to the provisions of Article 1396-4.06 of the Texas Non-Profit Corporation Act, the Corporation hereby adopts the following Amended and Restated Articles of Incorporation, which accurately copy the Articles of Incorporation as hereby amended.

Amendments to these Amended and Restated Articles of Incorporation were approved by a unanimous vote at a meeting of a quorum of the members of the board of trustees (the "Board") as hereinafter defined in Article VI) for the Corporation held April 21, 2009. The Corporation has no members with voting rights.

ARTICLE IV

The purpose or purposes for which the Corporation is organized are:

(1) To receive and maintain a fund or funds or real or personal property, or both, from any source. Subject to the limitations and restrictions hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

(2) The property so held pursuant to (1) supra shall be administered in accordance with the Bylaws of the Corporation as they now exist or as they may hereafter be amended.

(3) No part of the net earnings of the Corporation shall inure to the benefit of any trustee or officer of the Corporation, or any private individual; provided, however, that nothing in these Amended and Restated Articles of Incorporation shall preclude the payment of reasonable compensation for services rendered or a reasonable salary to any private individual or a trustee or officer of the Corporation. No trustee or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in

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Attachment to Certificate of Correction
Corporation of The Episcopal Diocese of Fort Worth
File No. 644932

(including publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(4) Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

(5) Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively by the Board to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE VI

The number of trustees constituting the board of trustees is six (6) (collectively, the "Board"). The Bishop (herein so called) of the body now known as the Episcopal Diocese of Fort Worth shall be the Chairman of the Board. For the remaining five (5) trustees (the "Elected Trustees"), the manner of election and the period of time for which the Elected Trustees shall hold office shall be fixed by the Bylaws of the Corporation as the same may be adopted and from time to time amended.

In the event of a dispute or challenge regarding the identify of the Bishop of the body now known as the Episcopal Diocese of Fort Worth, the Elected Trustees shall have the sole authority to determine the identity and authority of the Bishop, as provided in the Bylaws of the Corporation, for purposes of those Amended and Restated Articles of Incorporation.

In the event the body now known as the Episcopal Diocese of Fort Worth is without a Bishop, the Elected Trustees shall have the sole authority to appoint, as provided in the Bylaws of the Corporation, a Chairman of the Board for purposes of these Amended and Restated Articles of Corporation and the Bylaws of the Corporation.

If a determination pursuant to this Article VI becomes necessary in the discretion of any member of the Board, a member of the Board may call a special meeting of the Board for the purpose of making such determination, as provided in the Bylaws of the Corporation.

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A1235

Attachment to Certificate of Correction
Corporation of The Episcopal Diocese of Fort Worth
File No. 644932

The names and addresses of the current trustees are:

Dr. Franklin Salazar
1505 Wright Street
Arlington, Texas 76012

Mr. Walter Virden
1803 Bois d arc Drive
Arlington, Texas 76013

Mr. Rod Barber
7924 Vista Ridge North
Fort Worth, Texas 76132

Mrs. Jo Ann Patton
3309 Marquette Court
Fort Worth, Texas 76109

Mr. Chad Bates
1114 Monteau Court
Arlington, Texas 76012

Rt. Rev. Jack L. Iker
2900 Alameda Street
Fort Worth, Texas 76108

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