

STATE OF SOUTH CAROLINA)
COUNTY OF DORCHESTER)
THE PROTESTANT EPISCOPAL)
CHURCH IN THE DIOCESE OF)
SOUTH CAROLINA ET AL.,)
Plaintiffs,)
v.)
THE EPISCOPAL CHURCH ET AL.,)
Defendant.)
_____)
THE EPISCOPAL CHURCH,)
Counterclaim Plaintiff,)
v.)
THE PROTESTANT EPISCOPAL)
IN THE DIOCESE OF)
SOUTH CAROLINA ET AL.,)
Counterclaim Defendants)
and)
MARK J. LAWRENCE ET AL.,)
Additional Counterclaim Defendants.)
_____)

IN THE COURT OF COMMON PLEAS
FOR THE FIRST JUDICIAL CIRCUIT

Case No.: 2013-cp-18-00013

**ANSWER AND COUNTERCLAIMS
OF THE EPISCOPAL CHURCH TO
SECOND AMENDED COMPLAINT
FOR DECLARATORY AND
INJUNCTIVE RELIEF**

ANSWER

Defendant The Episcopal Church (the “Church”), answers Plaintiffs’ Second Amended Complaint as follows:

1. The Church denies each allegation of Plaintiffs’ Second Amended Complaint not hereinafter specifically admitted.

2. The introductory paragraph of Plaintiffs' Second Amended Complaint contains a description of plaintiffs' claims, which does not require a response.

3. In response to the allegations of Paragraph 1, the Church admits and alleges that the entity variously known as the "Diocese of South Carolina," "The Protestant Episcopal Diocese of South Carolina," and "The Protestant Episcopal Church in the Diocese of South Carolina" is, and historically has been, a subordinate unit of the Church (hereinafter the "Episcopal Church Diocese"), and is a South Carolina nonprofit, charitable corporation incorporated on November 14, 1973, as "The Protestant Episcopal Diocese of South Carolina." The Church lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations of Paragraph 1.

4. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 2.

5. In response to the allegations of Paragraph 3, the Church admits that Mark J. Lawrence was the 14th Bishop of the Episcopal Church Diocese; denies that Mark J. Lawrence is an employee or Chief Operating Officer of the Episcopal Church Diocese and that he is an *ex officio* member of the Episcopal Church Diocese's Board of Directors; and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

6. In response to the allegations of Paragraph 4, the Church admits that for some time prior to its incorporation the Episcopal Church Diocese was organized and operated as an unincorporated association and lacks knowledge or information sufficient to form a belief as to the remaining allegations.

7. The Church lacks knowledge or information sufficient to form a belief as to the allegations of the first sentence of Paragraph 5 and denies the remaining allegations of Paragraph 5.

8. The Church denies the allegations of Paragraph 6.

9. In response to the allegations of Paragraph 7, the Church lacks knowledge or information sufficient to form a belief as to whether certain Church of England churches were called “episcopal” before the Church’s formation, and denies the remaining allegations.

10. The Church denies the allegations of Paragraphs 8-9.

11. In response to the allegations of Paragraph 10, the Church admits and alleges that drafts of the first Constitution of the Church’s General Convention were considered before and during 1789 and that the first Constitution was adopted on October 2, 1789, and denies the remaining allegations.

12. The Church denies the allegations of Paragraph 11-15.

13. The Church lacks knowledge or information sufficient to form a belief as to the allegations of the first and third sentences of Paragraph 16. In response to the allegations of the second sentence of Paragraph 16, the Church admits and alleges that the Church’s General Convention divided the Episcopal Church Diocese and established a new diocese in the upper part of South Carolina, called the “Diocese of Upper South Carolina,” in 1922.

14. The Church lacks knowledge or information sufficient to form a belief as to the allegations of Paragraph 17-19.

15. The Church admits the allegations of Paragraph 20.

16. In response to the allegations of Paragraph 21, the Church admits and alleges that on October 15, 2010, a majority of the members of the Convention of the Episcopal Church

Diocese voted to amend the Diocese's Constitution as described in this Paragraph, and denies the remaining allegations.

17. In response to the allegations of Paragraph 22, the Church admits that on October 15, 2010, a majority of the members of the Convention of the Episcopal Church Diocese voted to amend the Diocese's canons as described in this Paragraph, and denies the remaining allegations.

18. The Church lacks knowledge or information sufficient to form a belief as to the allegations of Paragraph 23-24.

19. The Church denies the allegations of Paragraph 25-28.

20. The Church admits the allegations of Paragraph 29.

21. The Church lacks knowledge or information sufficient to form a belief as to the allegations of the first sentence of Paragraph 30. In response to the second sentence of Paragraph 30, the Church admits and alleges that until he was removed as a bishop from the Church, Bishop Lawrence was an *ex officio* member with seat and voice but no vote of the Board of Directors of the Trustees of the Episcopal Church Diocese, and denies the remaining allegations of the second sentence of Paragraph 30.

22. The Church denies the allegations of Paragraph 31.

23. The Church admits the allegations of Paragraph 32.

24. The Church lacks knowledge or information sufficient to form a belief as to the allegations of Paragraph 33.

25. The Church denies the allegations of Paragraph 34.

26. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 35, and admits the allegations of the second sentence of Paragraph 35.

27. In response to the allegations of Paragraph 36, the Church admits and alleges that All Saints is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that All Saints voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

28. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 37-38.

29. The Church denies the allegations of Paragraph 39.

30. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 40-41.

31. The Church denies the allegations of Paragraph 42.

32. The Church denies the allegations of Paragraph 43 insofar as they relate to the Church and those under its control, and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

33. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 44, and admits the allegations of the second sentence of Paragraph 44.

34. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 45-46.

35. In response to the allegations of Paragraph 47, the Church admits and alleges that Christ St. Paul's is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that Christ Church, Wilton voluntarily associated with the Episcopal Church

Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

36. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 48.

37. The Church denies the allegations of Paragraph 49.

38. In response to the allegations of Paragraph 50, the Church admits and alleges that Christ St. Paul's is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Paul's Church voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

39. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 51-52.

40. The Church denies the allegations of Paragraph 53.

41. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 54-55.

42. The Church denies the allegations of Paragraph 56.

43. In response to the allegations of Paragraph 57, the Church admits that it has used the name "Christ St. Paul's" on its website; denies the remaining allegations of Paragraph 57 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to individuals claiming to be members of the Church.

44. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 58, and admits the allegations of the second sentence of Paragraph 58.

45. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 59.

46. In response to the allegations of Paragraph 60, the Church admits and alleges that Christ the King is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

47. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 61.

48. The Church denies the allegations of Paragraph 62.

49. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 63-64.

50. The Church denies the allegations of Paragraph 65.

51. In response to the allegations of Paragraph 66, the Church admits that it has used the name “Christ the King” on its website; denies the remaining allegations of Paragraph 66 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

52. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 67, and admits the allegations of the second sentence of Paragraph 67.

53. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 68-70.

54. The Church denies the allegations of Paragraph 71.

55. In response to the allegations of Paragraph 72, the Church admits and alleges that Church of the Cross is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

56. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 73-74.

57. The Church denies the allegations of Paragraph 75.

58. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 76-77.

59. The Church denies the allegations of Paragraph 78.

60. In response to the allegations of Paragraph 79, the Church admits that it has used the name “Church of the Cross” on its website; denies the remaining allegations of Paragraph 79 insofar as they relate to the Church; and others under its control and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

61. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of Paragraph 80, and admits the allegations of the second sentence of Paragraph 80.

62. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 81-82.

63. In response to the allegations of Paragraph 83, the Church admits and alleges that Holy Comforter is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

64. The Church denies the allegations of Paragraph 84.

65. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 85-86.

66. The Church denies the allegations of Paragraph 87.

67. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 88.

68. The Church denies the allegations of Paragraph 89.

69. In response to the allegations of Paragraph 90, the Church admits that it has used the name “Holy Comforter” on its website; denies the remaining allegations of Paragraph 90 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

70. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 91, denies the allegations of the second sentence of Paragraph 91, and alleges that Redeemer’s business address is 606 Russell Street, Orangeburg, South Carolina.

71. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 92-94.

72. In response to the allegations of Paragraph 95, the Church admits and alleges that Redeemer is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

73. The Church denies the allegations of Paragraph 96.

74. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 97.

75. The Church denies the allegations of Paragraph 98.

76. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 99-100.

77. The Church denies the allegations of Paragraph 101.

78. In response to the allegations of Paragraph 102, the Church admits that it has used the name “Redeemer” on its website; denies the remaining allegations of Paragraph 102 insofar as they relate to the Church and those under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

79. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 103, and admits the allegations of the second sentence of Paragraph 103.

80. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 104-105.

81. In response to the allegations of Paragraph 106, the Church admits and alleges that Holy Trinity is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

82. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 107.

83. The Church denies the allegations of Paragraph 108.

84. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 109-110.

85. The Church denies the allegations of Paragraph 111.

86. In response to the allegations of Paragraph 112, the Church admits that it has used the name “Holy Trinity” on its website; denies the remaining allegations of Paragraph 112 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

87. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of Paragraph 113, and admits the allegations of the second sentence of Paragraph 113.

88. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 114-117.

89. In response to the allegations of Paragraph 118, the Church admits and alleges that St. Luke’s is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Luke’s voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

90. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 119.

91. The Church denies the allegations of Paragraph 120.

92. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 121-122.

93. The Church denies the allegations of Paragraph 123.

94. In response to the allegations of Paragraph 124, the Church admits that it has used the name “St. Luke’s” on its website; denies the remaining allegations of Paragraph 124 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

95. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 125, and admits the allegations of the second sentence of Paragraph 125.

96. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 126-127.

97. In response to the allegations of Paragraph 128, the Church admits and alleges that St. Matthew’s is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Matthew’s voluntarily joined the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

98. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 129-130.

99. The Church denies the allegations of Paragraph 131.

100. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 132-133.

101. The Church denies the allegations of Paragraph 134.

102. In response to the allegations of Paragraph 135, the Church admits that it has used the name “St. Matthew’s” on its website; denies the remaining allegations of Paragraph 135 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

103. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 136, and admits the allegations of the second sentence of Paragraph 136.

104. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 137-138.

105. The Church denies the allegations of Paragraph 139.

106. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 140.

107. In response to the allegations of Paragraph 141, the Church admits and alleges that St. Andrew’s Church is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Andrew’s Church voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

108. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 142-147.

109. In response to the allegations of Paragraph 148, the Church denies the allegation that St. Andrew’s Church did not require the consent of any party to transfer its property as

described in Paragraph 147, and lacks knowledge or information sufficient to form a belief as to the truth of the remainder of the allegations of Paragraph 148.

110. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 149.

111. The Church denies the allegations of Paragraph 150-151.

112. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 152, and admits the allegations of the second sentence of Paragraph 152.

113. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 153.

114. In response to the allegations of Paragraph 154, the Church admits and alleges that St. Bartholomew's is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Bartholomew's voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

115. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 155-156.

116. The Church denies the allegations of Paragraph 157.

117. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 158-159.

118. The Church denies the allegations of Paragraph 160.

119. In response to the allegations of Paragraph 161, the Church admits that it has used the name "St. Bartholomew's" on its website; denies the remaining allegations of Paragraph 161

insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

120. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 162, and admits the allegations of the second sentence of Paragraph 162.

121. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 163-164.

122. The Church denies the allegations of Paragraph 165.

123. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 166-168.

124. In response to the allegations of Paragraph 169, the Church admits and alleges that St. David's is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

125. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 170-171.

126. The Church denies the allegations of Paragraph 172.

127. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 173-174.

128. The Church denies the allegations of Paragraph 175.

129. In response to the allegations of Paragraph 176, the Church admits that it has used the name "St. David's" on its website; denies the remaining allegations of Paragraph 176 insofar as they relate to the Church and others under its control; and lacks knowledge or information

sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

130. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 177.

131. The Church denies the allegations of Paragraph 183.

132. In response to the allegations of Paragraph 184, the Church admits and alleges that St. James' is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. James' voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

133. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 185.

134. The Church denies the allegations of Paragraph 186.

135. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 187-188.

136. The Church denies the allegations of Paragraph 189.

137. In response to the allegations of Paragraph 190, the Church admits that it has used the name "St. James'" on its website; denies the remaining allegations of Paragraph 190 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

138. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 191, and admits the allegations of the second sentence of Paragraph 191.

139. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 192-193.

140. In response to the allegations of Paragraph 194, the Church admits and alleges that St. John's Florence is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

141. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 195.

142. The Church denies the allegations of Paragraph 196.

143. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 197-198.

144. The Church denies the allegations of Paragraph 199.

145. In response to the allegations of Paragraph 200, the Church admits that it has used the name "St. John's" on its website; denies the remaining allegations of Paragraph 200 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

146. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 201, and admits the allegations of the second sentence of Paragraph 201.

147. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 202-203.

148. In response to the allegations of Paragraph 204, the Church admits and alleges that St. Matthias is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

149. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 205.

150. The Church denies the allegations of Paragraph 206.

151. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 207-208.

152. The Church denies the allegations of Paragraph 209.

153. In response to the allegations of Paragraph 210, the Church admits that it has used the name “St. Matthias Episcopal Church” on its website; denies the remaining allegations of Paragraph 210 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

154. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 211, and admits the allegations of the second sentence of Paragraph 211.

155. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 212.

156. In response to the allegations of Paragraph 213, the Church admits and alleges that St. Paul’s, Bennettsville is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Paul’s, Bennettsville voluntarily associated with the Episcopal

Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

157. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 214.

158. The Church denies the allegations of Paragraph 215.

159. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 216-217.

160. The Church denies the allegations of Paragraph 218.

161. In response to the allegations of Paragraph 219, the Church admits that it has used the name “St. Paul’s, Bennetsville” on its website; denies the remaining allegations of Paragraph 219 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

162. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 220, and admits the allegations of the second sentence of Paragraph 220.

163. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 221-222.

164. In response to the allegations of Paragraph 223, the Church admits and alleges that St. Paul’s, Conway is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Paul’s, Conway voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

165. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 224-225.

166. The Church denies the allegations of Paragraph 226.

167. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 227-228.

168. The Church denies the allegations of Paragraph 229.

169. In response to the allegations of Paragraph 230, the Church admits that it has used the name “St. Paul’s, Conway” on its website; denies the remaining allegations of Paragraph 230 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

170. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 231, and admits the allegations of the second sentence of Paragraph 231.

171. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 232-233.

172. In response to the allegations of Paragraph 234, the Church admits and alleges that the Cathedral is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Luke’s voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

173. In response to the allegations of Paragraph 235, the Church admits and alleges that the Cathedral is a parish and subordinate unit of the Episcopal Church Diocese and the

Church, denies that St. Paul's voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

174. The Church denies the allegations of Paragraph 236.

175. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 237-241.

176. The Church denies the allegations of Paragraph 242.

177. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 243-244.

178. The Church denies the allegations of Paragraph 245.

179. In response to the allegations of Paragraph 246, the Church admits that it has used the name "Cathedral of St. Luke & St. Paul" on its website; denies the remaining allegations of Paragraph 246 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

180. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 247, and admits the allegations of the second sentence of Paragraph 247.

181. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 248.

182. In response to the allegations of Paragraph 249, the Church admits and alleges that Our Saviour is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that Our Saviour voluntarily associated with the Episcopal Church Diocese, and

lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

183. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 250.

184. The Church denies the allegations of Paragraph 251.

185. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 252-253.

186. The Church denies the allegations of Paragraph 254.

187. In response to the allegations of Paragraph 255, the Church admits that it has used the name “Our Saviour” on its website; denies that such use is improper; denies the remaining allegations of Paragraph 255 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

188. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraphs 256-257.

189. In response to the allegations of Paragraph 258, the Church admits and alleges that Church of the Epiphany is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

190. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 259.

191. The Church denies the allegations of Paragraph 260.

192. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 261-262.

193. The Church denies the allegations of Paragraph 263.

194. In response to the allegations of Paragraph 264, the Church admits that it has used the name “Historic Church of the Epiphany” on its website; denies the remaining allegations of Paragraph 264 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

195. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 265, and admits the allegations of the second sentence of Paragraph 265.

196. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 266-268.

197. In response to the allegations of Paragraph 269, the Church admits and alleges that Good Shepherd is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that Good Shepherd voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

198. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 270.

199. The Church denies the allegations of Paragraph 271.

200. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 272-273.

201. The Church denies the allegations of Paragraph 274.

202. In response to the allegations of Paragraph 275, the Church admits that it has used the name “Church of the Good Shepherd” on its website; denies the remaining allegations of Paragraph 275 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

203. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraphs 276-279.

204. In response to the allegations of Paragraph 280, the Church admits and alleges that Holy Cross is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

205. The Church denies the allegations of Paragraph 281.

206. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 282.

207. The Church denies the allegations of Paragraph 283.

208. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 284-285.

209. The Church denies the allegations of Paragraph 286.

210. In response to the allegations of Paragraph 287, the Church admits that it has used the name “Church of the Holy Cross” on its website; denies the remaining allegations of Paragraph 287 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

211. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 288, and admits the allegations of the second sentence of Paragraph 288.

212. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 289.

213. In response to the allegations of Paragraph 290, the Church admits and alleges that Resurrection is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that Resurrection voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

214. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 291.

215. The Church denies the allegations of Paragraph 292.

216. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 293-294.

217. The Church denies the allegations of Paragraph 295.

218. In response to the allegations of Paragraph 296, the Church admits that it has used the name “Resurrection” on its website; denies the remaining allegations of Paragraph 296 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

219. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 297-308.

220. In response to the allegations of Paragraph 309, the Church admits and alleges that St. Philip's is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Philip's voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

221. The Church denies the allegations of Paragraph 310.

222. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 311-312.

223. The Church denies the allegations of Paragraph 313.

224. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 314-315.

225. The Church denies the allegations of Paragraph 316.

226. In response to the allegations of Paragraph 317, the Church admits that it has used the name "St. Philip's" on its website; denies the remaining allegations of Paragraph 317 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

227. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of Paragraph 318, and admits the allegations of the second sentence of Paragraph 318.

228. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 319.

229. In response to the allegations of Paragraph 320, the Church admits and alleges that St. Michael's is a parish and subordinate unit of the Episcopal Church Diocese and the

Church, denies that St. Michael's voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

230. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 321-325.

231. The Church denies the allegations of Paragraph 326.

232. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 327-328.

233. The Church denies the allegations of Paragraph 329.

234. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 330-331.

235. The Church denies the allegations of Paragraph 332.

236. In response to the allegations of Paragraph 333, the Church admits that it has used the name "St. Michael's" on its website; denies the remaining allegations of Paragraph 333 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

237. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 334, and admits the allegations of the second sentence of Paragraph 334.

238. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 335-336.

239. In response to the allegations of Paragraph 337, the Church admits and alleges that St. Jude's is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Jude's voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

240. The Church denies the allegations of Paragraph 338.

241. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 339.

242. The Church denies the allegations of Paragraph 340.

243. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 341-342.

244. The Church denies the allegations of Paragraph 343.

245. In response to the allegations of Paragraph 344, the Church admits that it has used the name "St. Jude's" on its website; denies the remaining allegations of Paragraph 344 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

246. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of Paragraph 345, and admits the allegations of the second sentence of Paragraph 345.

247. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 346-350.

248. In response to the allegations of Paragraph 351, the Church admits and alleges that Prince George is a parish and subordinate unit of the Episcopal Church Diocese and the

Church, denies that Prince George voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

249. The Church denies the allegations of Paragraph 352-353.

250. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 354-356.

251. The Church denies the allegations of Paragraph 357.

252. In response to the allegations of Paragraph 358, the Church admits that it has used the name “Prince George” on its website; denies the remaining allegations of Paragraph 358 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

253. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of Paragraph 359, and admits the allegations of the second sentence of Paragraph 359.

254. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 360.

255. In response to the allegations of Paragraph 361, the Church admits and alleges that St. Helena is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Helena voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

256. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 362-364.

257. The Church admits the allegations of the first sentence of Paragraph 365. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the second sentence of Paragraph 365.

258. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of Paragraph 366. In response to the allegations of the second sentence of Paragraph 366, the Church admits and alleges that St. Helena is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. Helena voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

259. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 367-368.

260. The Church denies the allegations of Paragraph 369.

261. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 370-374.

262. The Church denies the allegations of Paragraph 375.

263. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 376-377.

264. The Church denies the allegations of Paragraph 378.

265. The Church denies the allegations of Paragraph 379 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

266. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of Paragraph 380, and admits the allegations of the second sentence of Paragraph 380.

267. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 381-383.

268. In response to the allegations of the second sentence of Paragraph 384, the Church admits and alleges that St. Matthew's Parish Fort Motte is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations..

269. The Church denies the allegations of Paragraph 385.

270. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 386.

271. The Church denies the allegations of Paragraph 387.

272. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 388-389.

273. The Church denies the allegations of Paragraph 390.

274. In response to the allegations of Paragraph 391, the Church admits that it has used the name "St. Matthew's, Fort Motte" on its website; denies the remaining allegations of Paragraph 391 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

275. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of Paragraph 392, and admits the allegations of the second sentence of Paragraph 392.

276. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 393-400.

277. The Church denies the allegations of Paragraph 401.

278. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 402.

279. The Church denies the allegations of Paragraph 403.

280. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 404-405.

281. The Church denies the allegations of Paragraph 406.

282. In response to the allegations of Paragraph 407, the Church admits that it has used the name “St. Paul’s” on its website; denies the remaining allegations of Paragraph 407 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

283. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 408, and admits the allegations of the second sentence of Paragraph 408.

284. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 409.

285. In response to the allegations of Paragraph 410, the Church admits and alleges that Trinity is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that Church of the Messiah or Trinity voluntarily associated with the Episcopal Church

Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

286. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 411-412.

287. The Church denies the allegations of Paragraph 413.

288. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 414.

289. The Church denies the allegations of Paragraph 415.

290. In response to the allegations of Paragraph 416, the Church admits that it has used the name “Trinity” on its website; denies the remaining allegations of Paragraph 416 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

291. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 417, and admits the allegations of the second sentence of Paragraph 417.

292. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 418-422.

293. The Church denies the allegations of Paragraph 423.

294. In response to the allegations of Paragraph 424, the Church admits and alleges that Trinity, Edisto Island is a parish and subordinate unit of the Episcopal Church Diocese and the Church and denies the remaining allegations.

295. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 425.

296. The Church denies the allegations of Paragraph 426.

297. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 427-428.

298. The Church denies the allegations of Paragraph 429.

299. In response to the allegations of Paragraph 430, the Church admits that it has used the name “Trinity, Edisto Island” on its website; denies the remaining allegations of Paragraph 430 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

300. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 431, and admits the allegations of the second sentence of Paragraph 431.

301. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 432-434.

302. In response to the allegations of Paragraph 435, the Church admits and alleges that Trinity, Pinopolis is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that Trinity, Pinopolis voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

303. The Church denies the allegations of Paragraph 436.

304. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 437.

305. The Church denies the allegations of Paragraph 438.

306. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 439-440.

307. The Church denies the allegations of Paragraph 441.

308. In response to the allegations of Paragraph 442, the Church admits that it has used the name “Trinity, Pinopolis” on its website; denies the remaining allegations of Paragraph 442 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

309. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and third sentences of Paragraph 443, and admits the allegations of the second sentence of Paragraph 443.

310. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 444-446.

311. In response to the allegations of Paragraph 447, the Church admits and alleges that Christ Church is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that Christ Church voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

312. The Church denies the allegations of Paragraph 448.

313. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 449-450.

314. The Church denies the allegations of Paragraph 451.

315. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 452-453.

316. The Church denies the allegations of Paragraph 454.

317. In response to the allegations of Paragraph 455, the Church admits that it has used the name “Christ Church” on its website; denies the remaining allegations of Paragraph 455 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.

318. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 456-457.

319. In response to the allegations of Paragraph 458, the Church admits and alleges that St. John’s Parish Church is a parish and subordinate unit of the Episcopal Church Diocese and the Church, denies that St. John’s Parish Church voluntarily associated with the Episcopal Church Diocese, and lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations.

320. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first and second sentences of Paragraph 459, and admits the allegations of the third sentence of Paragraph 459.

321. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 460-464.

322. The Church denies the allegations of Paragraph 465.
323. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 466.
324. The Church denies the allegations of Paragraph 467.
325. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 468-469.
326. The Church denies the allegations of Paragraph 470.
327. In response to the allegations of Paragraph 471, the Church admits that it has used the name “St. John’s” on its website; denies the remaining allegations of Paragraph 468 insofar as they relate to the Church and others under its control; and lacks knowledge or information sufficient to form a belief as to the truth of those allegations as they relate to others claiming to be members of the Church.
328. The Church admits the allegations of Paragraph 472.
329. The Church denies the allegations of Paragraph 473.
330. The Church admits the allegations of Paragraph 474.
331. The Church denies the allegations of Paragraph 475-477.
332. The Church lacks knowledge or information sufficient to form a belief as to the truth of the allegations of Paragraph 478.
333. The Church denies the allegations of Paragraph 479.
334. The Church denies the allegations of Paragraphs 480-489.
335. In response to Paragraph 490, the Church incorporates by reference its responses to Paragraphs 1-489.
336. The Church denies the allegations of Paragraph 491-492.

337. Paragraph 493 sets out a legal conclusion and requires no response.

338. Paragraph 494 describes Plaintiffs' request for relief under its first cause of action and requires no response.

339. In response to Paragraph 495, the Church incorporates by reference its responses to Paragraphs 1-494.

340. The Church denies the allegations of Paragraphs 496-497.

341. In response to the allegation of Paragraph 498, the Church admits and alleges that the marks at issue in this case belong to the Episcopal Church Diocese and are "famous" with the meaning of the statute cited in Paragraph 498.

342. Paragraph 499 describes Plaintiffs' legal theory under its second cause of action and requires no response.

343. In response to Paragraph 500, the Church incorporates by reference its responses to Paragraphs 1-499.

344. The Church admits the allegations of Paragraph 501.

345. The Church denies the allegations of Paragraph 502-503.

346. Paragraphs 504 and 505 describe Plaintiffs' legal theory under its third cause of action and require no response.

347. The remainder of the document sets out Plaintiffs' prayer for relief and requires no response.

AFFIRMATIVE DEFENSES

1. The complaint fails to state facts sufficient to constitute a cause of action.

2. The plaintiffs lack authority to bring this suit.

3. The Church reserves the right to amend this pleading to add further defenses, counterclaims, and additional indispensable parties upon discovery of material facts.

COUNTERCLAIMS FOR DECLARATORY AND INJUNCTIVE RELIEF

The Episcopal Church hereby states its counterclaims as follows:

COUNT I

Parties

1. Counterclaim plaintiff The Episcopal Church, also known as the Protestant Episcopal Church in the United States of America (hereinafter “The Episcopal Church” or the “Church”), is a hierarchical religious denomination and a non-profit unincorporated association with its headquarters in New York, New York.

2. Counterclaim defendant the Protestant Episcopal Church in the Diocese of South Carolina is a South Carolina nonprofit charitable corporation and a diocese and subordinate unit of the Church, with its headquarters in Charleston, South Carolina (hereinafter “The Episcopal Church Diocese”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraph 4 below.

3. Counterclaim defendant The Trustees of the Protestant Episcopal Church in South Carolina is a South Carolina nonprofit corporation and a subordinate unit of the Episcopal Church Diocese, with its headquarters in Charleston, South Carolina (hereinafter the “Trustees”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraph 5.

4. The Church is informed and believes that individual counterclaim defendants the Rt. Rev. Mark Lawrence, the Rev. Paul Fuener, the Rev. John Barr, Reid Boylston, Ann Hester Willis, the Rev. Greg Snyder, the Rev. Andrew O’Dell, Edward Mitman, Suzanne Schwank, the

Rev. Tripp Jeffords, the Rev. Ken Weldon, William Lyles, Elizabeth Pennewill, and John Does 1-10 (identity and residence unknown) are former members of the Church who currently hold themselves out as members of the Board of Directors and of the Standing Committee of the Episcopal Church Diocese. The Church is informed and believes that individual counterclaim defendants Lawrence, Willis, Snyder, and Lyles reside in Charleston County, O'Dell and Pennewill in Darlington County, Fuener in Georgetown County, Barr in Sumpter County, Boylston in Barnwell County, Mitman in Clarendon County, Schwank in Beaufort County, Jeffords in Horry County, and Weldon in Florence County, all in South Carolina.

5. The Church is informed and believes that individual counterclaim defendants Ivan Anderson, Jr., Nancy Armstrong, the Rev. Craig Borrett, R. Edward Holt, III, the Rev. J. Robert Horn, IV, John Jordan, Jr., Robert Kilgo, Jr., the Rev. Robert Kunes, the Rt. Rev. Mark Lawrence, the Rev. James Lewis, Wade Logan, III, the Rev. Jeffrey Miller, K. Glynn Watson, and John Does 11-20 (identity and residence unknown) are former members of the Church who currently hold themselves out as members of the Board of Directors of the Trustees. The Church is informed and believes that individual counterclaim defendants Anderson, Borrett, Holt, Jordan, Kunes, Lawrence, Lewis, and Logan reside in Charleston County, Armstrong and Watson in Dorchester County, Norris in Jasper County, Kilgo in Darlington County, and Miller in Beaufort County, all in South Carolina.

The Structure and Governance of The Episcopal Church

6. The Episcopal Church is comprised of 111 geographically-defined, subordinate units known as “dioceses” and more than 7,600 worshipping congregations, usually “parishes” or “missions,” in the United States and other countries.

7. The Church has a three-tiered, democratic form of governance that is prescribed by its Constitution and canons, under which dioceses belong to, are subordinate to, and are under

the jurisdiction of the Church, and under which local worshipping congregations, belong to, are subordinate to, and are under the jurisdiction of the Church and the individual dioceses in which the congregations are located.

8. The Church is governed by a legislative body called its “General Convention,” which generally meets once every three years to establish the general policies, rules, and programs of the Church. The General Convention is comprised of a House of Bishops, consisting of most of the Church’s active and retired bishops, and a House of Deputies, consisting of lay and clergy representatives elected by each of the Church’s dioceses.

9. The General Convention has adopted and from time to time amends the Church’s governing documents, its Constitution, bylaws called “canons,” and Book of Common Prayer (“Prayer Book”), which are binding on every subordinate unit and member of the Church.

10. The “Presiding Bishop” of The Episcopal Church is the “Chief Pastor and Primate” of the Church, is elected by the General Convention, and is charged with responsibility for leadership in initiating and developing policy and strategy in the Church and speaking for the Church as to the policies, strategies, and programs authorized by the General Convention.

11. The Church has an Executive Council comprised of elected bishops, priests, and lay persons who, under the leadership of the Presiding Bishop, manage the fiscal and programmatic affairs of the Church between meetings of the General Convention.

12. A diocese of The Episcopal Church may be formed only by action of the General Convention, and only with an unqualified accession to the Church’s Constitution and canons.

13. Each diocese exercises authority over the parishes and other congregations within its geographical area, in obedience to the Constitution, canons, and Prayer Book of the Church.

14. The local governing body of each diocese, generally called its “Convention,” is a legislative body comprised of clergy of the diocese and laity elected by their congregations. The governing body of the Episcopal Church Diocese is its Diocesan Convention.

15. Each diocesan Convention adopts and from time to time amends its own diocesan Constitution and canons which supplement and may not conflict with the Church’s Constitution, canons, or Prayer Book.

16. The principal leader of each diocese is a bishop who is elected by the diocesan Convention and, after receiving consent from the leadership of a majority of the other dioceses of the Church, is ordained by the Church’s Presiding Bishop or his or her designee and other bishops of the Church in accordance with the Church’s Constitution, canons, and Prayer Book. The Diocesan Bishop is in charge of both spiritual and temporal affairs within that diocese. The Bishop is advised by and, as to certain matters, shares authority with a “Standing Committee” of clergy and lay persons elected by the Diocesan Convention.

17. At the third level of the Church’s governance, each of the Church’s nearly 7,600 parishes and other worshipping congregations is located in one of the Church’s dioceses and subject to the authority of the Church and that diocese.

18. The Church’s hierarchical structure provides for representative participation in each level of governance. Parishes and other congregations send representatives to the diocesan Convention, and dioceses send bishops, other clergy, and lay representatives to the Church’s General Convention.

19. Canon I.17(8) of the Church, entitled “Fiduciary Responsibility,” which applies to officers at each level of the Church’s governance, provides that “[a]ny person accepting any office in this Church shall well and faithfully perform the duties of that office in accordance with

the Constitution and Canons of [the] Church and of the Diocese in which the office is being exercised.”

20. Article VIII of the Church’s Constitution and the Ordination Services of its Prayer Book require all clergy of the Church, as a condition of ordination, to subscribe to the following written declaration:

“I do believe the Holy Scriptures of the Old and New Testaments to be the Word of God, and to contain all things necessary to salvation; and I do solemnly engage to conform to the Doctrine, Discipline, and Worship of the Episcopal Church.”

This statement is generally referred to as the “Declaration of Conformity.”

21. Under the Church’s Constitution, canons, and polity, no diocese or parish may unilaterally divide or separate or otherwise disaffiliate from the Church.

Dioceses of The Episcopal Church

22. Since the Church’s first Constitution adopted by the General Convention in 1789, the Constitution has provided that all diocese are subject to the authority of the General Convention.

23. Subsequent versions of the Church’s Constitution and canons have prescribed the methods by which a new diocese of the Church may be formed. Those documents have required, and currently require, that a diocese of the Church be formed only with the consent of the General Convention and only if the new diocese accedes to the legislative authority of the General Convention as expressed in the Church’s Constitution, canons, or both.

24. Each diocese is a subordinate unit of the Church, bound by the provisions of the Church’s Constitution, canons, and Prayer Book, which govern both temporal and spiritual matters.

25. The Church's Constitution and canons, as well as in some instances the Prayer Book, in part:

a. govern the ordination, installation, spiritual and temporal duties, discipline, and retirement of bishops and other clergy;

b. require dioceses and parishes to adopt prescribed business methods, including submission of annual reports to the Church's Executive Council, annual audits by certified public accountants, and adequate insurance of all buildings and their contents;

c. set forth requirements and conditions for the formation and operation of parishes and other worshipping congregations under the oversight of the dioceses;

d. provide requirements for the care, control, use, and disposition of church property;

e. provide rules under which dioceses may select, train, ordain, deploy, and supervise the clergy of parishes and other worshipping congregations; and

f. provide for discipline of bishops and other clergy for, among other things, violation of the Constitutions or canons of the Church or of the diocese in which he or she is resident, violation of the vows required at ordination, and "abandonment of the Communion" of the Church.

26. A "Missionary Diocese" is a defined geographic area outside of any of the Church's established dioceses that is entrusted to the pastoral care of a bishop elected by the Church's House of Bishops under Article VI of the Church's Constitution. The Church's canons permit and set forth the process by which a "Missionary Diocese" of the Church that is outside of the United States may, with the consent of the General Convention, leave the jurisdiction of the

Church and join another Province of the Anglican Communion. The Constitution and canons of the Church do not provide for or permit the release, withdrawal, or transfer of any other diocese.

27. The Episcopal Church Diocese is not a Missionary Diocese.

The Episcopal Church's Rules Governing Property

28. The Episcopal Church's canons govern both temporal and spiritual matters and contain a number of provisions that specifically relate to the use and control of property.

29. Church Canon II.6, adopted in part in 1868 and in part in 1871, provides that parish real property may not be "consecrated," that is, set aside for worship and other sacred uses by the bishop of the diocese "until the Bishop shall have been sufficiently satisfied" that the property is "secured for ownership and use by a Parish, Mission, Congregation, or Institution affiliated with this Church and subject to its Constitution and Canons." Canon II.6 also provides that parishes may not "encumber or alienate any dedicated and consecrated Church or Chapel . . . without the previous consent of the Bishop, acting with the advice and consent of the Standing Committee of the Diocese."

30. Church Canon III.9(5)(a)(2), adopted in 1904, provides that the rector shall be entitled "to use and control . . . the Church and Parish buildings together with all appurtenances and furniture," provided the property is used "[f]or the purposes of the office and for the full and free discharge of all functions and duties pertaining thereto." Church Canon III.9(5)(a)(1) provides that the rector shall carry out his or her duties, including the use of parish property, "subject to the Rubrics of the [Church's] Book of Common Prayer, the Constitution and Canons of [The Episcopal] Church, and the pastoral direction of the Bishop."

31. Church Canon I.7(3), adopted in 1940, provides that "[n]o 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 property “without the written consent of the Bishop and Standing Committee.”

32. Church Canons I.7(4) and (5), adopted in 1979, confirm the Church’s and its dioceses’ historic interest in parish property. These canons provide:

“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.”

33. The foregoing canons restate the Church’s historic polity, discipline, and rules, by which all property held by or for any of the Church’s constituent parts is held and must be used for the Church’s mission and may not be diverted to other purposes, and by which dioceses and their leaders are charged with ensuring that this requirement is satisfied.

The Episcopal Church Diocese

34. The Church is informed and believes that between 1785 and 1789, an association of unknown form consisting of clergy ordained in the Church of England and lay persons in South Carolina sent delegates to meetings of the Church’s General convention who joined with delegates from other states in adopting the Church’s first Constitution, canons, and Prayer Book.

35. In 1790, at a meeting of the Convention of the Episcopal Church Diocese, the Episcopal Church Constitution and canons, “being read, were unanimously agreed to.”

36. In 1806, the Convention of the Episcopal Church Diocese adopted “Rule XVI,” which provided that “the book of common prayer . . . , according to the use of the Prot. Epis. Church, in the U.S.A. shall be used in all the Churches in this association.”

37. In 1860, Article 1 of the Constitution of the Episcopal Church Diocese provided that the diocese “accedes to, reorganizes and accepts the general Constitution and Canons of the Prot. Epis. Church in the United States of America, and acknowledges their authority accordingly.”

38. The Church is informed and believes that in 1902, the Trustees of the Episcopal Church Diocese were incorporated as a South Carolina nonprofit corporation to hold and administer real and personal property of the Diocese.

39. In 1973, the Episcopal Church Diocese was incorporated as a South Carolina nonprofit corporation. Paragraph “FOURTH” of its “Certificate of Incorporation” provided that the “purpose of the said proposed Corporation is to continue the operation of an Episcopal diocese under the Constitution and canons of the Protestant Episcopal Church in the United States of America.” The Church is informed and believes that Paragraph “FOURTH” was still in effect in 2010 when members of the Board of the Episcopal Church Diocese purportedly amended the foregoing to provide that the “purposed of the proposed said Corporation is to continue operation under the Constitution and Canons of the Protestant Episcopal Church in the Diocese of South Carolina.”

40. Since its founding, the Episcopal Church Diocese has remained a subordinate entity of the Church.

41. Throughout its history, the Episcopal Church Diocese has consistently participated in the life of the Church as a subordinate unit and has generally complied with the

requirements imposed on it by the Church's Constitution, canons, and Prayer Book. The Church is informed and believes that:

a. The Episcopal Church Diocese has consistently sent representatives to meetings of both Houses of the Church's General Convention, including to its most recent meeting in 2012;

b. The Episcopal Church Diocese and its clergy have participated in and accepted the valuable benefits of the Church Pension Fund, reserved solely for clergy and institutions of the Church, as required by Church's canons;

c. All bishops of the Episcopal Church Diocese have been elected, ordained, and installed pursuant to the requirements of the Church's Constitution, canons, and Prayer Book;

d. The clergy of the Episcopal Church Diocese have been ordained or received, and parish rectors and other ordained clergy have been elected or installed, pursuant to requirements of the Church's Constitution, canons, and Prayer Book;

e. The Episcopal Church Diocese has adopted and implemented business methods prescribed by the Church's canons, submitted annual reports to the Church's Executive Council, conducted audits, and maintained adequate insurance of buildings and their contents, in compliance with the Church's requirements;

f. The Episcopal Church Diocese has overseen the formation and operation of parishes and other worshipping congregations of the Diocese according to the Church's requirements; and

g. The Episcopal Church Diocese has provided for the care, control, use, and disposition of property according to the Church's requirements.

The Current Dispute

42. At meetings of the Convention of the Episcopal Church Diocese in October 2010 and November 2011, a majority of voting delegates present voted for various resolutions that purported to amend the Episcopal Church Diocese's Constitution to withdraw its accession to the Constitution and canons of the Church and to remove all other references to the Church.

43. At a meeting of the individual counterclaim defendants and others that purported to be a special meeting of the Convention of the Episcopal Church Diocese in November 2012, a majority of voting delegates present voted to "disaffiliate" from the Church.

44. The actions described in Paragraphs 42 and 43 above violated the respective constitutional and canonical obligations and prior commitments of the Episcopal Church Diocese and of the members of its Convention, were invalid, and did not affect the status or continuing existence of the Episcopal Church Diocese.

45. Beginning at least by November 17, 2012, the individual counterclaim defendants have supported the purported withdrawal of the Episcopal Church Diocese from the Church. By those acts they have left the Church; and, as to those who held offices in the Episcopal Church Diocese, by those acts they violated their obligations under the Church's Declaration of Conformity or Church Canon I.17(8) or both, as well as the Constitution and canons of the Episcopal Church Diocese, and they ceased to be eligible to hold any office in the Church, the Episcopal Church Diocese, or the Trustees of the Protestant Episcopal Church in the Diocese of South Carolina; and their offices became vacant.

46. In January 2013, the Episcopal Church Diocese held a special meeting of its Convention to elect persons to fill the vacancies referred to in Paragraph 41 above, including vacancies on the Episcopal Church Diocese's Board of Directors and Standing Committee and The Trustees of the Protestant Episcopal Church in Diocese of South Carolina. The Convention

at that meeting also elected a Provisional Bishop of the Diocese. The Church recognizes all these persons as the leadership of the Episcopal Church Diocese and the foregoing Episcopal Church Diocesan corporations.

47. The Church does not recognize the October 2010, November 2011, and November 2013 meeting votes referred to in Paragraphs 42 and 43 above as effective under the polity and rules of the Church or agree that the foregoing votes had the effect of removing the Episcopal Church Diocese from the Church.

48. Although the individual counterclaim defendants have left the Church and the Episcopal Church Diocese, they continue to hold themselves out as the Bishop and other members of the Standing Committee and Boards of Directors of the foregoing corporations of the Episcopal Church Diocese. The individual counterclaim defendants have asserted authority over Episcopal parishes, congregations, and other organizations in the Episcopal Church Diocese and are asserting exclusive possession and control of the foregoing corporations and substantially all of the real and personal property of the Episcopal Church Diocese.

49. The Church takes the position that the actions described in Paragraphs 42, 43, 45, and 48 above are contrary to the Constitution, canons, and Prayer Book of the Church and are otherwise contrary to law and without any effect; that all property held by or for the Episcopal Church Diocese is held and may only be used for the mission and benefit of the Church and its subordinate Episcopal Church Diocese, subject to the Constitutions and canons of the Church and the Episcopal Church Diocese; that the Episcopal Church Diocese remains a subordinate unit of the Church for all purposes; that the foregoing diocesan corporations remain subordinate parts of the Episcopal Church Diocese; that the authorized directors of the foregoing corporations are

those individuals described in Paragraph 46 above; and that the individual counterclaim defendants are not authorized directors of the foregoing diocesan corporations.

50. The Church is informed and believes that the individual counterclaim defendants take the position that they are properly in control of the governance of the Episcopal Church Diocese and the foregoing diocesan corporations that they allege to have withdrawn the Episcopal Church Diocese from the Church; and that their actions are not in conflict with the Constitution or canons of the Church or South Carolina law.

51. An actual controversy exists, therefore, between the parties regarding the legal issues identified in Paragraphs 49 and 50 above. A declaratory judgment is therefore necessary and proper to determine the parties' rights and duties with respect to those issues.

52. As a result of the individual counterclaim defendants' continued control of the foregoing corporations of the Episcopal Church Diocese, and the resultant use, possession, and control of the property of the Episcopal Church Diocese for purposes other than the mission of the Church and the Episcopal Church Diocese, in derogation of the Constitutions and canons of the Church and Episcopal Church Diocese and in disregard of the rights of the Church, the Church has suffered and will continue to suffer irreparable injury. Injunctive relief is therefore necessary and proper to enforce the parties' rights and duties with respect to the issues described above.

Count II

1. Counterclaim plaintiff incorporates by reference Paragraphs 1-52 of Count I above.

2. Counterclaim plaintiff The Episcopal Church owns the following trademarks, each of which has been registered with the U.S. Patent & Trademark Office: THE PROTESTANT EPISCOPAL CHURCH IN THE UNITED STATES OF AMERICA (Reg. No.

3342725) and THE EPISCOPAL CHURCH (Reg. Nos. 3195455, 3195454, and 3379870) (collectively, the “Episcopal Church Marks”).

3. The Church has been using the Episcopal Church Marks continuously in commerce since at least 1967.

4. The individual counterclaim defendants in Count I have been using the Episcopal Church Marks, or variants thereof (including, for example, the mark THE PROTESTANT EPISCOPAL CHURCH IN THE DIOCESE OF SOUTH CAROLINA) in commerce since November 2012, without the Church’s consent.

5. The individual counterclaim defendants’ use of the Episcopal Church Marks, or variants thereof, is likely to cause confusion, cause mistake, or deceive as to the affiliation, connection, or association of individual counterclaim defendants with the Church, and as to the origin, sponsorship, or approval of individual counterclaim defendants’ services and activities by the Church.

6. The individual counterclaim defendants’ unauthorized use of the Episcopal Church Marks constitutes trademark infringement under two provisions of the Lanham Act, 15 U.S.C. §§ 1114 and 1125(a)(1)(A). 15 U.S.C. § 1114 imposes liability upon those who

“use in commerce any reproduction, counterfeit, copy, or colorable imitation of a registered mark in connection with the sale, offering for sale, distribution, or advertising of any goods or services on or in connection with which such use is likely to cause confusion, or to cause mistake, or to deceive.”

15 U.S.C. § 1125(a)(1)(A) imposes liability upon those who use a mark that

“is likely to cause confusion, or to cause mistake, or to deceive as to the affiliation, connection, or association of such person with another person, or as to the origin, sponsorship, or approval of his or her goods, services, or commercial activities by another person.”

7. As a result of the individual counterclaim defendants' trademark infringement, the Church has suffered actual damage and irreparable injury, for which there is no adequate remedy at law, which will continue until individual counterclaim defendants' conduct is enjoined.

Count III

1. The Church incorporates by reference Paragraphs 1-52 of Count I and Paragraphs 2-5 of Count II above.

2. The Episcopal Church Marks are famous marks, because they are distinctive.

3. The individual counterclaim defendants' use of the Episcopal Church Marks, or variants thereof, is likely to cause dilution by blurring or dilution by tarnishment of the Episcopal Church Marks.

4. The individual counterclaim defendants' unauthorized use of the Episcopal Church Marks constitutes trademark dilution under 15 U.S.C. § 1125(c), which provides that:

“the owner of a famous mark that is distinctive, inherently or through acquired distinctiveness, shall be entitled to an injunction against another person who, at any time after the owner's mark has become famous, commences use of a mark or trade name in commerce that is likely to cause dilution by blurring or dilution by tarnishment of the famous mark, regardless of the presence or absence of actual or likely confusion, of competition, or of actual economic injury.”

5. As a result of the individual counterclaim defendants' trademark dilution, the Church has suffered actual damage and irreparable injury, for which there is no adequate remedy at law, which will continue until individual counterclaim defendants' conduct is enjoined.

Count IV

1. The Church incorporates by reference Paragraphs 1-52 of Count I and Paragraphs 2-5 of Count II above.

2. The individual counterclaim defendants' unauthorized use of the Episcopal Church Marks constitutes trademark infringement under South Carolina common law.

3. As a result of the individual counterclaim defendants' common law trademark infringement, the Church has suffered actual damages and irreparable injury, for which there is no adequate remedy at law, which will continue until individual counterclaim defendants' conduct is enjoined.

Count V

1. The Church incorporates by reference Paragraphs 1-52 of Count I and Paragraphs 2-5 of Count II above.

2. The individual counterclaim defendants' use of the Episcopal Church Marks is offensive to public policy, immoral, unethical, and oppressive in that it falsely implies a connection between counterclaim defendants and the Church.

3. The individual counterclaim defendants' use of the Episcopal Church Marks has a tendency to deceive concerning the source of the religious services with which the counterclaim defendants are affiliated.

4. The individual counterclaim defendants' use of the Episcopal Church Marks violates the South Carolina Unfair Trade Practices Act (the "UTPA"), S.C. Code. Ann. § 39-5-10 *et seq.*, which declares unlawful "[u]nfair methods of competition and unfair or deceptive acts or practices in the conduct of any trade or commerce."

5. The individual counterclaim defendants' use of the Episcopal Church Marks in violation of the UTPA has affected, and continues to affect, the public interest by creating confusion as to the source of the religious services with which the individual counterclaim defendants are affiliated.

6. The individual counterclaim defendants' use of the Episcopal Church Marks in violation of the UTPA is ongoing and has the potential for repetition.

7. The individual counterclaim defendants' use of the Episcopal Church Marks in violation of the UTPA is willful.

8. As a result of the individual counterclaim defendants' violation of the UTPA, the Church has suffered irreparable injury, for which there is no adequate remedy at law, which will continue until individual counterclaim defendants' conduct is enjoined.

9. As a result of the individual counterclaim defendants' violation of the UTPA, the Church has suffered ascertainable loss of property.

Count VI

1. The Church incorporates by reference Paragraphs 1-52 of Count I and Paragraphs 2-5 of Count II above.

2. The individual counterclaim defendants have been using the Episcopal Church Marks with knowledge that the Church has rights in those marks and that the Church uses the marks in connection with the goods and services that it provides.

3. The individual counterclaim defendants' use of the Episcopal Church Marks has created, and risks creating, confusion because some of the public may associate individual counterclaim defendants' goods and/or services with the Church's goods and/or services.

4. The individual counterclaim defendants' use of the Episcopal Church Marks constitutes unfair competition under South Carolina common law.

5. As a result of the individual counterclaim defendants' unfair competition, the Church has suffered actual damage and irreparable injury, for which there is no adequate remedy at law, which will continue until individual counterclaim defendants' conduct is enjoined.

COUNT VII

Parties

1. Counterclaim plaintiff incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant All Saints Protestant Episcopal Church, Inc., is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4 below.

3. The Church is informed and believes that individual counterclaim defendants John Does 21-30 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Does 31-40 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

The Structure and Governance of The Episcopal Church

5. The Church incorporates by reference the allegations of Paragraphs 6-21 of Count I above.

Dioceses of The Episcopal Church

6. The Church incorporates by reference the allegations of Paragraph 22-27 of Count I above.

The Episcopal Church’s Parishes and Missions

7. There are nearly 7,700 worshipping congregations of the Church. Each congregation belongs to the Episcopal diocese in which it is geographically located. Most of these worshipping congregations are called “parishes.” Other, usually newly-forming,

congregations that do not meet all of the requirements for acceptance as parishes, are generally called “missions.”

8. A congregation may only be constituted a parish or mission upon application to and acceptance by the diocese in which it is located.

9. A parish may not unilaterally dissolve its relationship with the Diocese or the Church, otherwise disaffiliate from either the Diocese or the Church, upon a majority vote of its members or vestry, or through any other means.

10. An Episcopal parish’s vestry is comprised of lay persons elected by the voting membership of the parish and the “rector” of the parish who is an ordained priest of the Church. Members of the vestry serve as officers of the parish.

11. The rector is elected by the vestry in consultation with the bishop of the diocese to which the parish belongs, and has authority over the spiritual and temporal affairs of the parish which must be exercised in accordance with the Church’s Constitution, canons, and Book of Canon Prayer and under the pastoral direction of the bishop.

12. In order for a person to become a priest in a process called “ordination” under Article VIII of the Church’s Constitution, he or she must first “solemnly engage to conform to the Doctrine, Discipline, and Worship of the Episcopal Church.”

13. Where there is no rector in a parish, Episcopal Church Canon III.9.3 provides that the bishop may, in consultation with the vestry, appoint a “priest-in-charge” who exercises the duties of a rector under the bishop’s supervision.

14. Church Canon I.17(8) provides that “[a]ny person accepting any office in this Church shall well and faithfully perform the duties of that office in accordance with the

Constitution and Canons of this Church and of the Diocese in which the office is being exercised.”

The Episcopal Church’s Rules Governing Property

15. The Church incorporates by reference the allegations of Paragraphs 28-33 of Count I above.

History of the Parish

16. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the diocese.

17. The Church is informed and believes that throughout its history, the Parish has held itself out and participated as a full subordinate unit of the Church and the Episcopal Church Diocese, *inter alia*, in the following respects:

a. The Parish has regularly sent elected representatives to participate in annual meetings of the Convention of the Episcopal Church Diocese; and through this participation, the Parish has effectively participated in the adoption of all amendments to the canons of the Church and the Episcopal Church Diocese that have occurred since its founding;

b. For many years, the Parish has submitted regular “parochial reports” to the Episcopal Church Diocese, as required by the Church’s and the Diocese’s canons;

c. For many years, until sometime in 2012, the Parish complied with business methods insurance programs required by the Diocese’s canons and;

d. For many years, until sometime in 2013, the Parish made payments into the Church Pension Fund, as required by the Church’s canons, for the benefit of the Parish’s clergy.

18. The Church is informed and believes that throughout its history, the Parish has submitted to the authority of the Church and the Episcopal Church Diocese in matters involving property.

19. The Church is informed and believes that throughout its history the Parish has recognized and acceded to the authority of the Church and the Episcopal Church Diocese in matters relating to the Parish and its clergy, including compliance with the canons of the Church and of the Episcopal Church Diocese in seeking and obtaining the consent of the Bishop in connection with the calling of new rectors.

20. The Church is informed and believes that personal property held by the Parish includes the Parish records, reports, vestry minutes, books, books of account, bank accounts, trust accounts, securities, equipment, computers, furniture, furnishings, objects used in worship and the administration of the Episcopal Church's sacraments, and all other property of the Parish wherever located. Each of these items has been acquired while the Parish has been a constituent member of the Church and the Episcopal Church Diocese and subject to the governance of both bodies.

21. The Church is informed and believes that real property owned by the Parish includes the property where the Parish church buildings are now located in South Carolina.

The Current Dispute

22. The Episcopal Church is informed and believes that the clergy and elected lay representatives to the Parish attended the meetings of the Episcopal Church Diocese in October 2010 and November 2011 referred to in Paragraph 42 of Count I above, and voted in favor of the actions purportedly taken in those meetings.

23. The Church is informed and believes that the clergy and elected lay representatives of the Parish attended the November 2012 purported meeting of the Episcopal Church Diocese referred in Paragraph 43 of Count I above and voted in favor of the actions purportedly taken at that meeting.

24. The Church does not recognize the foregoing October 2010, November 2011, and November 2013 meeting votes referred to in Paragraphs 42 and 43 of Count I above as effective under the polity and rules of the Church or agree that the foregoing votes had the effect of removing the Parish from the Church or the Episcopal Church Diocese.

25. Since at least as early as November 2012, the individual counterclaim defendants have not been, and are not currently members of the Church, the Episcopal Church Diocese, or the Parish.

26. The individual counterclaim defendants hold themselves out as members of the vestry of the Parish. The individual counterclaim defendants have asserted full authority over the Parish and are asserting exclusive possession and control of substantially all of the real and personal property of the Parish.

27. The Church takes the position that the actions described in Paragraphs 23, 24, and 27 above are contrary to the Constitution, canons, and Prayer Book of the Church and are otherwise contrary to law and without any effect; that all property held by or for the Parish is held and may only be used for the mission and benefit of the Church and its subordinate Episcopal Church Diocese, subject to the Constitutions and canons of the Church and the Episcopal Church Diocese; that the Parish remains a subordinate unit of the Church and the Episcopal Church Diocese for all purposes; and that the individual counterclaim defendants are not authorized members of the vestry of the Parish.

28. The Church is informed and believes that the individual counterclaim defendants take the position that they are entitled to possess and control the real and personal property of the Parish for use by a denomination other than the Church and the Episcopal Church Diocese and to continue to possess and exercise control over such property.

29. An actual controversy therefore exists between the Church and the individual counterclaim defendants as to the interests of the Church and the Episcopal Church Diocese in the real and personal property of the Parish. A declaratory judgment is necessary and appropriate to set forth and determine the parties' rights.

30. As a result of the individual counterclaim defendants' continued assertion of control over the Parish and its assets, including the use, control, and diversion of the real and personal property held by the Parish for purposes other than for the mission of the Church and the Episcopal Church Diocese in derogation of the Church's and the Diocese's Constitutions and canons and the Church's and the Diocese's trust and other legally enforceable interests in that property, the Church has suffered and will continue to suffer irreparable injury.

COUNT VIII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Christ St. Paul's Episcopal Church, Inc., is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants John Does 41-50 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Does 51-60 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT IX

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Christ the King Waccamaw, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants John Does 61-70 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Does 71-80 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT X

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Church of the Cross, Inc., is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it and counterclaim defendant Church of the Cross Declaration of Trust are currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants John Does 81-90 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Does 91-100 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XI

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Church of the Holy Comforter, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Does 1-10 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Jane Does 11-20 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Church of the Redeemer, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Does 21-30 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Does 31-40 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XIII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Holy Trinity Episcopal Church, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Does 41-50 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Jane Does 51-60 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XIV

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. Luke's Church, Hilton Head, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Does 61-70 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Does 71-80 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XV

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. Matthew's Church, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Does 81-90 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Jane Does 91-100 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XVI

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. Bartholomews Episcopal Church, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants James Does 1-10 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants James Does 11-20 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XVII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. David's Church is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants James Does 21-30 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants James Does 31-40 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XVIII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. James' Church, James Island, S.C., is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants James Does 41-50 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants James Does 51-60 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XIX

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. John's Episcopal Church of Florence, S.C., is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants James Does 61-70 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants James Does 71-80 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XX

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Christ St. Matthias Episcopal Church, Inc. is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants James Does 81-90 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants James Does 91-100 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXI

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. Paul's Episcopal Church of Bennettsville, Inc., is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Richard Roes 1-10 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Richard Roes 11-20 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. Paul's Episcopal Church of Conway, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Richard Roes 21-30 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Richard Roes 31-40 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXIII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Church of St. Luke and St. Paul, Radcliffeboro, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Richard Roes 41-50 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Richard Roes 51-60 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXIV

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Church of Our Saviour of the Diocese of South Carolina, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Richard Roes 61-70 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Richard Roes 71-80 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXV

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Church of the Epiphany (Episcopal), is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Richard Roes 81-90 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Richard Roes 91-100 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXVI

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Church of the Good Shepherd, Charleston, S.C., is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Roes 1-10 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Jane Roes 11-20 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXVII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Church of the Holy Cross, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Roes 21-30 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Jane Roes 31-40 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXVIII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Church of the Resurrection, Surfside, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Roes 41-50 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Jane Roes 51-60 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXIX

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Protestant Episcopal Church, of the Parish of St. Philip, in Charleston, in the State of South Carolina, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Roes 61-70 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Jane Roes 71-80 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXX

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Parish of St. Michael, in Charleston, in the State of South Carolina, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); and counterclaim defendant St. Michael’s Church Declaration of Trust are currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Jane Roes 81-90 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Jane Roes 91-100 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXI

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Vestry and Church Wardens of St. Jude's Church of Walterboro, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants John Roes 1-10 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Roes 11-20 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Vestry and Church Wardens of the Episcopal Church of the Parish of Prince George Winyah, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants John Roes 21-30 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Roes 31-40 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXIII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Vestry and Church Wardens of the Episcopal Church of the Parish of St. Helena, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it and counterclaim defendant The Parish Church of St. Helena Trust are currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants John Roes 41-50 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Roes 51-60 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXIV

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Vestry and Church Wardens of the Episcopal Church of the Parish of St. Matthew is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants John Roes 61-70 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Roes 71-80 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXV

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Vestry and Wardens of St. Paul's Church, Summerville, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants John Roes 81-90 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants John Roes 91-100 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXVI

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Trinity Church of Myrtle Beach, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Mary Roes 1-10 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Mary Roes 11-20 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXVII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Trinity Episcopal Church, Edisto Island, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Mary Roes 21-30 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Mary Roes 31-40 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXVIII

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Christ Trinity Episcopal Church, Pinopolis, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Mary Roes 41-50 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Mary Roes 51-60 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XXXIX

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant Vestry and Church-Wardens of the Episcopal Church of the Parish of Christ Church, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Mary Roes 61-70 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Mary Roes 71-80 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XL

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant the Vestry and Church Wardens of the Episcopal Church of the Parish of St. John's, Charleston County, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the "Parish"); it is currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Mary Roes 81-90 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Mary Roes 91-100 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-30 of Count VII above.

COUNT XLI

Parties

1. Counterclaim plaintiff the Episcopal Church incorporates by reference Paragraph 1 of Count I above.

2. Counterclaim defendant St. Andrews-Mt. Pleasant, is a South Carolina nonprofit corporation and a parish and subordinate unit of the Church and its Diocese of South Carolina (hereafter the “Parish”); it and counterclaim defendant the St. Andrews-Mt. Pleasant Land Trust are currently under the unlawful de facto control of the individual counterclaim defendants listed in Paragraphs 3-4.

3. The Church is informed and believes that individual counterclaim defendants Andrew Does 1-10 (identity and residence unknown) are former members of the Church and former members of the vestry of the Parish who continue to hold themselves out as members of the vestry of the Parish.

4. The Church is informed and believes that individual counterclaim defendants Andrew Does 11-20 (identity and residence unknown) hold themselves out as members of the vestry of the Parish.

5. The Church incorporates by reference the allegations of Paragraphs 5-15 of Count VII above.

History of the Parish

6. The Church is informed and believes that the Episcopal Church Diocese formed the Parish or its predecessor as a parish of the Episcopal Church Diocese.

7. The Church incorporates by reference the allegations of Paragraphs 17-21 of Count VII above.

Current Dispute

8. The Episcopal Church is informed and believes that in or about June 2009, the vestry of the Parish purported to transfer certain of its real and personal property to counterclaim defendant The St. Andrews Church-Mt. Pleasant Land Trust. The Episcopal Church is informed and believes that the foregoing transfer was unlawful and contrary to the Constitutions and canons of the Church and the Episcopal Church Diocese.

9. The Church is informed and believes that in or about March 2010 the clergy, vestry, and certain members of the Parish purported to withdraw or disaffiliate from the Episcopal Church and from the Episcopal Church Diocese. The Church is informed and believes

that the foregoing action was unlawful and contrary to the Constitutions and canons of the Church and the Episcopal Church Diocese.

10. The Church does not recognize the foregoing actions referred to in Paragraphs 8-9 above as effective under the polity and rules of the Church or agree that the foregoing actions had the effect of removing the Parish or any of its property from the Church or the Episcopal Church Diocese.

11. Since at least as early as March 2010, the individual counterclaim defendants have not been, and are not currently members of the Church, the Episcopal Church Diocese, or the Parish.

12. The individual counterclaim defendants hold themselves out as members of the vestry of the Parish. The individual counterclaim defendants have asserted full authority over the Parish and are asserting exclusive possession and control of substantially all of the real and personal property of the Parish.

13. The Church takes the position that the actions described in Paragraphs 8-9, and 12 above are contrary to the Constitution, canons, and Prayer Book of the Church and are otherwise contrary to law and without any effect; that all property held by or for the Parish is held and may only be used for the mission and benefit of the Church and its subordinate Episcopal Church Diocese, subject to the Constitutions and canons of the Church and the Episcopal Church Diocese; that the Parish remains a subordinate unit of the Church and the Episcopal Church Diocese for all purposes; and that the individual counterclaim defendants are not authorized members of the vestry of the Parish.

14. The Church incorporates by reference the allegations of Paragraphs 28-30 of Count VII.

WHEREFORE, The Episcopal Church prays that the Court:

- (a) dismiss the complaint with prejudice;
- (b) declare that the individual counterclaim defendants in Count I are not the directors of the South Carolina nonprofit corporations called “The Protestant Episcopal Church in the Diocese of South Carolina” or the “South Carolina Trustees of Protestant Episcopal Church in Diocese of South Carolina”;
- (c) declare that the directors of the foregoing South Carolina nonprofit corporations are those persons elected by the Convention of the Episcopal Church Diocese and recognized as such by the Church;
- (d) declare that all property held by or for the Episcopal Church Diocese is held for and may be used only for the mission of the Church and the Episcopal Church Diocese, subject to the Constitutions and canons of the Church and the Episcopal Church Diocese;
- (e) enjoin the individual counterclaim defendants to relinquish control of the foregoing South Carolina nonprofit corporations and all property held by these corporations or any other entity for the Episcopal Church Diocese to the persons whom the Church recognizes as the proper directors of those corporations or other entities;
- (f) declare that the Episcopal Church Diocese is the owner of the registered trademarks alleged in Paragraph 2 of Count II and that none of the individual counterclaim defendants has any interest in such property;
- (g) declare that the individual counterclaim defendants’ use of the foregoing trademarks or variants thereof is unlawful and in violation of federal and South Carolina law;

(h) enjoin the individual counterclaim defendants from making use of foregoing trademarks or variants thereof;

(i) declare that the individual counterclaim defendants in each of Counts VII-XLI are not members of the vestry or otherwise hold any office in any of the parishes referred to in Counts VII-XLI;

(j) declare that the individual counterclaim defendants in each of Counts VII-XLI have no interest in any of the property that is the subject of Counts VII-XLI;

(k) declare that all the property that is the subject of Counts VII-XLI must be held and used solely for the mission and ministry of the Episcopal Church and the Episcopal Church Diocese;

(l) enjoin the individual counterclaim defendants in Counts VII-XLI from exercising any control over any of the property that is the subject of Counts VII-XLI;

(m) order the individual counterclaim defendants in Counts I-XLI, to render an accounting of all property held by those individuals or entities under their control as of October 1, 2010; and

(n) award such further relief as may be necessary and proper.

[Signature page to follow]

Dated: March 27, 2013



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Of Counsel for the Episcopal Church

CERTIFICATE OF SERVICE

This is to certify that a copy of the foregoing Answer and Counterclaims of the Episcopal Church to Second Amended Complaint for Declaratory and Injunctive Relief has been served upon the following counsel of record by United States first-class mail, addressed to the following as shown below this 28th day of March, 2013.

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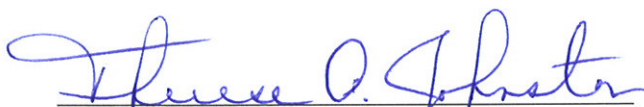
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