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FLORIDA PROFIT/NON PROFIT CORPORATION

Jupiter Hills Community Foundation, Inc.

*EP 2/10/09*

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**ARTICLES OF INCORPORATION  
OF  
JUPITER HILLS COMMUNITY FOUNDATION, INC.  
A Florida Not For Profit Corporation**

*I, the undersigned incorporator, for the purpose of incorporating and organizing a corporation under the Florida Not For Profit Corporation Act (the "Act"), do hereby execute the following Articles of Incorporation, and certify as follows:*

**ARTICLE I      NAME**

The name of the corporation shall be: Jupiter Hills Community Foundation, Inc.

**ARTICLE II      PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be:

11800 SE Hills Club Terrace  
Tequesta, FL 33469

**ARTICLE III      PURPOSES**

1. Jupiter Hills Community Foundation, Inc. (the "Corporation") is not-for-profit and is organized and shall be operated exclusively for religious, charitable, scientific, literary, or educational purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provision of any future United States Internal Revenue Law (the "Code").

2. No part of the earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or to any other person (except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and make other payments and distributions in furtherance of one or more of its purposes), and no director or officer of the Corporation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. The Corporation shall pay no dividends.

3. The Corporation shall not participate, directly or indirectly, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. The Corporation shall not have the objectives nor engage in activities that would characterize it as an "action organization" as defined in Treasury Regulations.

4. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code.

5. Upon the dissolution of the Corporation, the Board of Directors will, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for scientific, educational or charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors of the Corporation shall determine.

**ARTICLE IV ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed shall be as provided in the Bylaws.

**ARTICLE V INITIAL DIRECTORS**

The names and addresses of the initial directors are as set forth below:

Jay G. Cranmer  
11812 SE Village Drive  
Tequesta, FL 33469

Nancy Schanne  
18585 SE Village Circle  
Tequesta, FL 33469

Barry O'Neill  
10993 State Road 703  
North Palm Beach, FL 33408

James N. Polizzi  
12199 SE Birkdale Run  
Tequesta, FL 33469

Jennifer A. Messer  
3900 County Line Road, #18A  
Tequesta, FL 33469

**ARTICLE VI MEMBERSHIP**

The Corporation shall have no members.

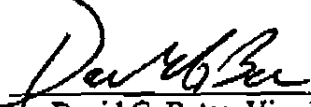
**ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent are:

GY Corporate Services, Inc.  
777 South Flagler Drive, Suite 500 East  
West Palm Beach, Florida 33401

*Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, GY Corporate Services, Inc. is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.*

GY CORPORATE SERVICES, INC.

BY:   
David G. Bates, Vice President  
Date: February 6<sup>th</sup>, 2009

**ARTICLE VIII INCORPORATOR**

The name and address of the Incorporator are:

Bernard R. Baker, III  
Gunster, Yoakley & Stewart, P.A.  
777 South Flagler Drive, Suite 500 East  
West Palm Beach, FL 33401

  
Bernard R. Baker, III, Incorporator

Date: February 6<sup>th</sup>, 2009