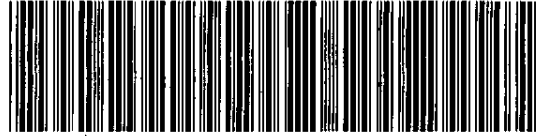


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TALLAHASSEE, FLORIDA

T. Burch OCT 14 2009

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October 8, 2009

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

Re: Broward County Prof. Firefighters and
Paramedics
Incorporation of Pipe/Drum Band
File No. 124321.2509

Dear Division of Corporations:

This law firm represents the Broward County Professional Firefighters and Paramedics in the incorporation of "Black Pearl Pipes & Drums, Inc.". In that regard, enclosed please find the following documents:

1. Original Articles of Incorporation and two (2) copies;
2. Original Certificate of Designation of Registered Agent/Registered Office and two (2) copies; and,
3. This firm's trust account check in the amount of \$87.50 for the filing fee, Certificate of Status, and Certified Copy.

Should you request anything further regarding this incorporation, please contact me at (561) 966-1200.

Sincerely,

Maria S. Melius, Esq.

MSM/sr
Enclosure
c: Todd L. Schreiber

**ARTICLES OF INCORPORATION
OF
BLACK PEARL PIPES & DRUMS, INC.**

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TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 617, the undersigned hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a non-profit business corporation.

ARTICLE I- NAME

The name of the Corporation is: BLACK PEARL PIPES & DRUMS, INC.

ARTICLE II- EFFECTIVE DATE

The existence of the Corporation shall begin on: the date that these Articles of Incorporation are filed with the Secretary of State.

ARTICLE III- PRINCIPAL OFFICE

The principal place of business and the mailing address of the principal office of the Corporation is: 16142 East Burns Drive, Loxahatchee, Florida 33470.

ARTICLE IV- INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial street address of the Corporation's registered office is: 7835 NW 41 Street, Sunrise, Florida 33351.

The initial registered agent for the Corporation at that address is: Todd L. Schreiber.

ARTICLE V- PURPOSE

The purpose for which the Corporation is organized is exclusively for charitable and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The purpose for which the Corporation is specifically organized is to provide pipe and drum services for funerals, memorials, and various ceremonies. The Corporation shall further provide

instruction in playing instruments and music.

The general nature of business to be transacted by the Corporation shall be any or all lawful business which corporations incorporated under Chapter 617 of the Florida Statutes may transact and further to engage in any lawful act, activity or business permitted under the laws of the United States of America and of the State of Florida.

Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE VI- INITIAL DIRECTORS

The initial board of directors shall consist of four (4) members. This number may be increased or decreased from time to time in accordance with the Corporations' Bylaws, but shall never be less than three (3). The name and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Michael A. Nugent	16142 East Burns Drive Loxahatchee, FL 33470
Todd L. Schreiber	7835 NW 41 st Street Sunrise, FL 33351
Ignacio J. Suarez-Benejam	2904 NW 99 th Terrace Sunrise, FL 33322
Nicholas R. Johnson	4645 NW 113 th Terrace Sunrise, FL 33323

ARTICLE VII- INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Todd L. Schreiber	7835 NW 41 st Street Sunrise, FL 33351

ARTICLE VIII- INDEMNIFICATION

The Corporation shall indemnify its directors, officers, and agents to the fullest extent permitted by law.

ARTICLE IX- NO DISTRIBUTION OF EARNINGS


No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV herein.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE X- DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Seventeenth Judicial Circuit Court in and for Broward County, Florida in which the principal office of the organization is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.



Todd L. Schreiber

10/6/09

Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BLACK PEARL PIPES & DRUMS, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501.



Todd L. Schreiber
Registered Agent

10/6/09

Date

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: BLACK PEARL PIPES & DRUMS, INC.

2. The name and address of the registered agent and office is:

Registered Agent: Todd L. Schreiber
Registered Agent's Address: 7835 NW 41st Street
Sunrise, FL 33351
Registered Office Address: 7835 NW 41st Street
Sunrise, FL 33351

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TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated 10/06, 2009.



Todd L. Schreiber, Registered Agent