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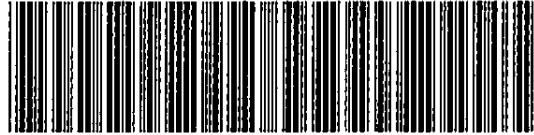
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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561 653 5000 *tel* 561 659 6313 *fax*

Joyce L. Elden  
561 671 3604  
joyce.elden@akerman.com

March 30, 2010

VIA FEDERAL EXPRESS  
Florida Division of Corporations  
Clifton Building  
2661 W Executive Center Circle  
Tallahassee, FL 32301

2010 APR -7 PM 12:32  
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation and Application for Registration of Fictitious Name for Commercial Real Estate Women Treasure Coast, Inc. d/b/a CREW Treasure Coast, a Florida not-for-profit corporation

Dear Sir/Madam:

Enclosed for filing with the Florida Department of Corporations is the Articles of Incorporation and the Application for Registration of Fictitious Name for Commercial Real Estate Women Treasure Coast, Inc. d/b/a CREW Treasure Coast, a Florida not-for-profit corporation.

Two checks are also enclosed: \$78.75 for the Articles of Incorporation filing fee, Registered Agent Designation and to get a certified copy; and \$50 for the Registration of Fictitious Name.

Please file both of this documents upon receipt of this letter.

Please let me know if there are any questions on this filing. I can be reached at (561) 671-3604 or joyce.elden@akerman.com. Thank you for your help.

Sincerely,

*Joyce Elden*  
Joyce L. Elden

Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**COMMERCIAL REAL ESTATE WOMEN TREASURE COAST, INC.**

**ARTICLE I. CORPORATE NAME**

The name of this corporation is: Commercial Real Estate Women Treasure Coast, Inc. ("Association").

**ARTICLE II. PURPOSES**

This corporation is organized exclusively in order to engage in any lawful purposes as a not-for-profit professional association under Section 501 ( c ) ( 6 ) of the Internal Revenue Code, including the following purposes: to provide a forum for women and men actively involved in commercial real estate, to promote professional interaction, ethics and integrity, to provide educational opportunities, to expand centers of influence of its members, and to utilize a support network; however, the corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501 ( c ) ( 6 ) of the Internal Revenue Code. The corporation shall not engage in any activity ordinarily carried on for profit.

**ARTICLE III. MEMBERS**

The corporation shall have members. Anyone is qualified to be a member of the corporation upon satisfaction of the conditions established in the Bylaws. The manner of admission of members will be regulated by the Bylaws. This corporation shall issue no stock.

**ARTICLE IV. TERM OF EXISTENCE**

This corporation shall have perpetual existence, commencing upon filing of these Articles.

**ARTICLE V. EARNINGS AND ACTIVITIES**

No part of the net earnings of this corporation shall inure to the benefit of any member or individual, except to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

**ARTICLE VI. DISSOLUTION**

On dissolution of the corporation, the Executive Committee, after paying or making provisions for the payment of all liabilities of the corporation, shall distribute all of the assets of the corporation for one or more exempt purposes within the meaning of Section 501 ( c ) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law, to qualified charitable, educational, scientific or philanthropic organizations.

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STATE OF FLORIDA  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF PALM BEACH

**ARTICLE VII. INCORPORATOR**

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

Name: Joyce L. Elden, Esq.  
Company: Akerman Senterfitt  
Street: 222 Lakeview Avenue, Suite 400  
City, State, Zip: West Palm Beach, FL 33401

**ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

The property, affairs, activities and concerns of the corporation shall be managed by the Executive Committee, which shall be composed of the officers of the corporation, the chairpersons of the standing committees, and the delegates to the National Network of Commercial Real Estate Women. The members of the Executive Committee must be residents of the State of Florida. The members of the Executive committee shall be deemed, for all purposes and where necessary under applicable statutes and regulations of the State of Florida, to be directors of the corporation, and the Executive Committee shall likewise be deemed to be the Board of Directors of the corporation. The Executive Committee may exercise all powers of the Association and perform all lawful acts and things which are not by law or the Bylaws directed or required to be exercised or performed by the members of the corporation.

This corporation shall have 6 directors initially. The manner in which the directors are elected or appointed is contained in the Bylaws. The number of directors may be increased or diminished from time to time by the Bylaws but shall never be less than three. The names and street addresses of the initial directors of this corporation who shall hold office for the first year of existence of this corporation or until replaced by a duly elected or appointed and qualified successor, whichever occurs first, are:

- Karen M. Smyack  
Smyack & Associates, LLC  
734 Biscayne Drive  
West Palm Beach, FL 33401

Ann Marie McCarthy  
AMH Appraisal, Inc.  
970 West McNab Road, Suite 100  
Fort Lauderdale, FL 33309

- Sherry Canterbury-Woods  
Canterbury-Woods Commercial Group  
450 East Las Olas Blvd, Suite 740  
Fort Lauderdale, FL 33301

- Brenda S. Koon  
Harvard Building Services  
718-SW 27<sup>th</sup> Terrace  
Boynton Beach, FL 33435

- Joyce L. Elden, Esq.  
Akerman Senterfitt  
222 Lakeview Avenue, Suite 400  
West Palm Beach, FL 33401

- Laurie L. Gildan, Esq.  
Greenberg Traurig  
777 South Flagler Dr, Suite 300 East  
West Palm Beach, FL 33401

#### **ARTICLE IX. OFFICERS**

The officers of the organization shall be elected by the members of the corporation at the last general meeting of the corporation's fiscal year. The officers shall serve until the next annual election meeting, unless removed earlier in accordance with the Bylaws. The names of the officers who shall serve until the next election are:

|                  |                         |
|------------------|-------------------------|
| President:       | Joyce L. Elden, Esq.    |
| President-elect: | Karen M. Smyack         |
| Secretary:       | Brenda S. Koon          |
| Treasurer:       | Sherry Canterbury-Woods |
| Legal Counsel:   | Laurie L. Gildan, Esq.  |

#### **ARTICLE X. BYLAWS**

The Bylaws of the corporation shall be adopted by the affirmative vote of two-thirds of the membership of the corporation present in person or by written proxy at any duly called meeting of the members of the corporation.

#### **ARTICLE XI. AMENDMENTS**

An amendment to these articles may be proposed by the Executive Committee or a member. Amendments shall be adopted by the affirmative vote of two-thirds of the membership of the corporation present in person or by proxy at any duly called meeting of the members of the corporation.

#### **ARTICLE XII. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Melissa L. Nash  
Accounts Receivables, Inc.  
314 Clematis Street, Suite 201  
West Palm Beach, FL 33401

The principal address is the same as the registered office.

The Executive Committee from time to time may move the registered office to any other address in the State of Florida.

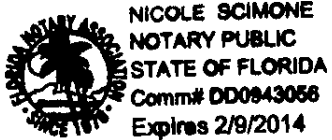
IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 7th day of April, 2010.

Joyce L. Elden  
Joyce L. Elden, Esq.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before this 7th day of April 2010, by Joyce L. Elden, Esq., who is personally known to me and who did not take an oath.

Nicole Scimone  
Notary Public  
Name of Notary Printed



\_\_\_\_\_  
Notary Seal

My commission expires:  
My commission number is:

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned having been named to accept service of process for the above-named corporation, at the place designated in Article XII above, agrees to act as registered agent for said corporation.

Dated 4.6, 2010

Melissa L. Hall  
Registered Agent

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