

Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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FLORIDA NON-PROFIT CORPORATION

THE FINANCIAL PLANNING ASSOCIATION OF THE GOLD COAST, Inc.

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE FINANCIAL PLANNING ASSOCIATION OF THE GOLD COAST, INC.

A CORPORATION NOT FOR PROFIT

This is a nonprofit corporation, organized solely for general educational, charitable and scientific purposes pursuant to the Florida Corporations Not For Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE I

CORPORATE NAME

The name of the corporation is: THE FINANCIAL PLANNING ASSOCIATION OF THE GOLD COAST, Inc.

The mailing address of the corporation is:

349 Granada Road
West Palm Beach, FL 33401

ARTICLE II

DURATION

The period of duration of this Corporation is perpetual, unless dissolved according to law.
Corporate existence shall commence upon the filing of these Articles of Incorporation.

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ARTICLE IIIGENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which the Corporation is formed are:

(a) For the advancement of charitable, educational and scientific purposes, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

(b) To serve the needs of its members and to establish the value of financial planning and the success of the financial planning profession. In furtherance of that purpose, the Chapter shall devote its efforts to develop programs and services which appeal to its members including but not limited to educational classes and seminars, regular Chapter meetings, local and state government affairs, public relations and public affairs. In addition, the Chapter recognizes its primary obligation to represent, promote and sponsor activities, programs and services of the Financial Planning Association.

(c) To operate exclusively in any other manner for such charitable, educational and scientific purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

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ARTICLE IVMEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the Bylaws for this corporation.

ARTICLE VREGISTERED OFFICE AND AGENT

The street address and city of the initial registered agent of the Corporation is 560 Village Blvd., Suite 335, West Palm Beach, FL 33409 and the name of the registered agent at such address is John Potter.

ARTICLE VIMANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be established and regulated by the Bylaws.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at West Palm Beach on February 16 of each year at the principal office of the corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

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Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Mary Lou Nason	631 U.S. Highway One, #305 North Palm Beach, FL 33408
John Potrer	560 Village Blvd., Suite #335 West Palm Beach, FL 33409
Robert Kares	12604 Coral Lakes Drive Boynton Beach, FL 33437
Tim Winton	4400 N. Federal Highway, Lighthouse Point Deerfield Beach, FL 33064
Richard Salter	400 Neptune Road Juno Beach, FL 33408-2017
Mike Agnello	712 N. Olive Avenue West Palm Beach, FL 33401

ARTICLE VIII

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CORPORATE NATURE

This Corporation is organized under a non-stock basis.

ARTICLE IXAMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this corporation.

ARTICLE XEARNINGS AND ACTIVITIES OF THE CORPORATION

(A) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in Article III hereof.

(B) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(C) Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation,

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contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(D) 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 XI

DEDICATION OF ASSETS

The property of the Corporation is irrevocably dedicated to educational purposes, and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director or officer, or to the benefit of any private individual.

ARTICLE XII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of 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 educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the country in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated

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exclusively for such purposes.

ARTICLE XIII

AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the Bylaws.

ARTICLE XIV

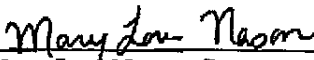
INCORPORATOR

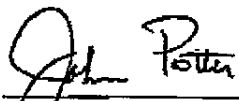
The name and address of the Incorporator of this corporation is as follows:

Mary Lou Nason, 631 U.S. Highway One, #305, North Palm Beach, FL 33408
John Potter, 560 Village Blvd., Suite #335, West Palm Beach, FL 33409
Robert Kares, 12604 Coral Lakes Drive, Boynton Beach, FL 33437
Tim Winton, 4400 N. Federal Highway, Lighthouse Pt., Deerfield Beach, FL 33064
Richard Salter, 400 Neptune Rd., Juno Beach, FL 33408-2017
Mike Agnello, 712 N. Olive Avenue, West Palm Beach, FL 33401


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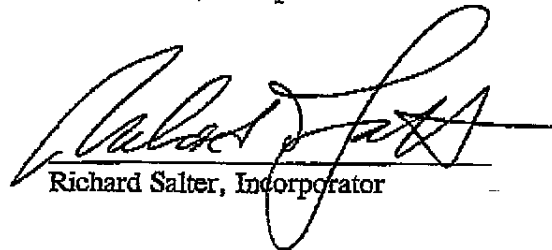
The undersigned, being the Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this 12 day of January, 2000.


Mary Lou Nason, Incorporator


John Potter, Incorporator


Robert Kares, Incorporator


Tim Winton, Incorporator


Richard Salter, Incorporator


Mike Agnello, Incorporator

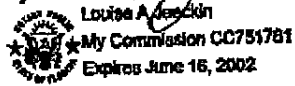
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((H00000002171 7)))SECRETARY OF STATE
TALLAHASSEE, FLORIDAACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all the Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

John Potter
John Potter, Registered Agent

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing Articles of Incorporation was acknowledged before me this 12th day of January, 2000 by Mary Lou Nason, John Potter, Robert Kares, Tim Winton, Richard Salter, and Mike Agnello, who are personally known to me OR who have produced _____ as identification and who (did) (did not) take an oath.

Louise A. Jackson
Notary Public
 Louise A. Jackson
My Commission CC751781
Expires June 16, 2002

Name of Notary Printed or Stamped

My Commission Expires: June 16, 2002

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