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Caroline's Clubhouse, Inc. 245 Golfview Drive Tequesta, FL 33469 561.745.1484

June 21, 2000

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

SUBJECT: Caroline's Clubhouse, Inc. - Articles of Incorporation

Dear Division of Corporations,

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00 for the filing fee.

Very truly yours,

James W. Patton

Incorporator and Director

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 28, 2000

JAMES W. PATTON 245 GOLFVIEW DRIVE TEQUESTA, FL 33469

SUBJECT: CAROLINE'S CLUBHOUSE, INC.

Ref. Number: W0000016460

We have received your document for CAROLINE'S CLUBHOUSE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch Document Specialist

Letter Number: 000A00036478

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NOT FOR PROFIT ARTICLES OF INCORPORATION FOR CAROLINE'S CLUBHOUSE, INC.

Article I

The name of the corporation shall be Caroline's Clubhouse, Inc.

Article II

The principal place of business and mailing address of this corporation shall be 245 Golfview Drive, Tequesta, FL 33469.

Article III

The purpose for which the corporation is organized is to provide educational programming for children to include, but not be limited to, television, radio, internet and video productions.

Article IV

There shall be no fewer than three directors of the corporation. The directors of the corporation are elected in the method as is stated in the corporate bylaws.

Article V

The name and address of the board of directors is: Claudette W. Patton, 245 Golfview Drive, Tequesta, FL 33469; James W. Patton, 245 Golfview Drive, Tequesta, FL 33469; and Caroline Patton, 245 Golfview Drive, Tequesta, FL 33469.

Article VI

The name and street address of the registered agent is James W. Patton, 245 Golfview Drive, Tequesta, FL 33469.

Article VII

The name and address of the incorporator is James W. Patton, 245 Golfview Drive, Tequesta, FL 33469.

Article VIII

The effective date of these Articles of Incorporation is July 11, 2000.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Registered Agent, July 11, 2000
Incorporator, July, 11, 2000

FILED