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William R. H. Broome

NO10000003299
March 16, 2001

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

800003877988--2-
-03/19/01--01136--004
*****78.75 *****78.75

Re: O.A.K. CLUB, INC.

EFFECTIVE DATE
3/12/01

Ladies and Gentlemen:

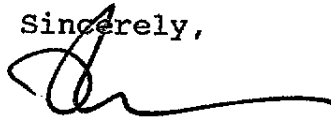
Enclosed you will find original Articles of Incorporation of O.A.K. CLUB, INC., together with a check for the following items:

1. Filing Articles	\$ 35.00
2. Furnishing certified copy of Articles	8.75
3. Filing Designation of Registered Agent	<u>35.00</u>
TOTAL	\$ 78.75

Kindly file the Articles and furnish certified copies of the Articles and Certificate of Incorporation.

Thank you for your assistance.

Sincerely,



William R. H. Broome

FILED
01 MAR 19 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Candy

WRHB/cdh

Enclosures

G. BULLOCK MAY 10 2001

W01-7960

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 10, 2001

WILLIAM R H BROOME PA
STE 202 COMMERCE POINTE
1818 AUSTRALIAN AVE SOUTH
WEST PALM BEACH, FL 33409

SUBJECT: O.A.K. CLUB, INC.
Ref. Number: W01000007960

We have received your document for O.A.K. CLUB, INC. and your check(s) totaling \$78.75. 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.

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) 487-6926.

Gina Bullock
Document Specialist
New Filing Section

Letter Number: 001A00021103

ARTICLES OF INCORPORATION
OF

O.A.K. CLUB, INC.
(a corporation not for profit)

EFFECTIVE DATE
3/12/01

FILED

01 MAR 19 PM 3:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation shall be O.A.K. CLUB, INC.

ARTICLE II

CORPORATION EXISTENCE

The corporation shall have perpetual existence, which existence shall commence on the day on which these Articles are subscribed and acknowledged, unless the Articles are not filed with the Department of State within five (5) days thereafter, in which case such existence shall commence upon filing.

ARTICLE III

PURPOSE OF CORPORATION

This purpose of the corporation is to conduct Christian ministry among children based upon establishing caring relationships with adults and with each other, primarily through the medium of music. Its goal is the nurturing of children with care, support, and education, so that they see themselves as valued members of the community and can become productive, caring citizens.

ARTICLE IV

MEMBERSHIP

Anyone may be a member of the corporation who has:

- (1) volunteered to serve; and
- (2) been accepted by the membership in accordance with its bylaws.

The method by which termination of membership is accomplished may be provided by the bylaws.

No stock or stock certificates shall be issued.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office and place of business of this corporation shall be located at 900 Brandywine Road, West Palm Beach, Florida, 33409, with the privilege of establishing offices and places of business at other places in the State of Florida.

The initial registered agent is William R.H. Broome, whose address is 1818 Australian Avenue, South, West Palm Beach, Florida, 33409.

ARTICLE VI

DIRECTORS

The first Board of Directors of the corporation shall consist of the following:

CANDY LANE THOMPSON	2320 Treasure Club Drive, #71 Palm Beach Gardens, FL 33410
SALLY STONE	2686 Carambola Road West Palm Beach, FL 33406
KATHLEEN HUGHES	2320 Treasure Isle Drive, #83 Palm Beach Gardens, FL 33410

The directors may elect additional directors, up to a total number of five (5) directors. Directors need not be residents of the State of Florida but must be members of the corporation. The number of directors may be increased by bylaw adopted by the directors.

ARTICLE VII

INCORPORATORS

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

CANDY LANE THOMPSON	2320 Treasure Club Drive, #71 Palm Beach Gardens, FL 33410
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ARTICLE VIII

INDEMNIFICATION AND IMMUNITY

The corporation shall indemnify any officer, director or member to the fullest extent permitted by Florida law. All officers and directors shall enjoy the immunity from personal liability afforded by §617.0285, Florida Statutes.

ARTICLE IX

NON-PROFIT STATUS

This corporation is to be a corporation not for profit under and at all times in full compliance with the provisions of F.S. Chapter 617 as it may from time to time be amended. No part of the income of the corporation may be distributed to its members, directors or officers, except as provided in §617.011(1) Florida Statutes. 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 purpose set forth in Article III hereof. No substantial part of the activities of the corporation shall be 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. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c) of the Internal

Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, 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).

ARTICLE X

DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors will, after paying or making provision for the payment of all of 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 charitable, educational, religious or scientific 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 the Circuit Court of the county in which the principal office of the corporation is then 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.

ARTICLE XI

AMENDMENT

Amendments to the articles of incorporation may be made by majority vote of the Board of Directors at a meeting for which notice of the proposed amendment has been given, or by written

statement signed by all of the directors, without the necessity of a vote of the membership.

IN WITNESS WHEREOF, the above-named incorporator has hereunto set his hand and seal this 12th day of February, 2001.

Candy Lane Thompson (SEAL)
Candy Lane Thompson

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 12th day of February, 2001, by CANDY LANE THOMPSON, who is personally known to me or who has produced _____ as identification, and who did not take an oath.



Joyce Poitler
MY COMMISSION # CC795856 EXPIRES
March 22, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Joyce Poitler
Print name: Joyce Poitler
Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the designation herein as registered agent.

February 21, 2001
Date

William R. H. Broome
William R. H. Broome