



516 Camden Avenue, Stuart, Florida 34994

NO10000006484
LAW OFFICE OF
Edward B. Galante

Attorney and Counselor
at Law

EDWARD B. GALANTE, P.A.

Tel.: (561) 283-2412
Fax: (561) 283-2419

6 September 2001

Florida Secretary of State
Domestic Corporation Filings Section
Post Office Box 6327
Tallahassee, Florida 32314

000004578210--9
-09/10/01-01093-004
*****78.75 *****78.75

Attn: New Filings

Re: MCHS Reunion Class of '82, Inc.

Dear Secretary,

Submitted herewith for filing are articles of incorporation and designation of President agent for the abovenamed corporation.

Enclosed is my check for \$78.75 to cover the filing fees and certified copy.

Please mail all correspondence and returns to my address.

If you require anything further, please contact me *directly* before returning any documents.

Thank you.

FILED
11 SEP 10 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Respectfully,

Edward B. Galante
Edward B. Galante, Esq.

9/9/01

Articles of Incorporation
for

MCHS Reunion Class of '82, Inc.

(A Corporation Not-for-Profit)

The undersigned acting as incorporator under provisions of Florida's Not-for-Profit Corporation Act (Chapter 617, Fla.Stat.) hereby declares, adopts, ratifies, and gives notice of these articles of incorporation of Jurisdictionary Foundation, Inc., a public benefit corporation.

ARTICLE I: Name

The name of this Corporation is MCHS Reunion Class of '82, Inc.

ARTICLE II: Principal Place of Business and Mailing Address

The Corporation's initial principal place of business shall be c/o Attorney Edward B. Galante, 516 Camden Avenue, Stuart, Florida 34994. The Corporation's initial mailing address shall be 516 Camden Avenue, Stuart, Florida 34994.

ARTICLE III: Purpose

The Corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Specifically, the Corporation shall engage in any and all lawful activities incidental to the foregoing purposes, except as restricted herein. Said powers shall include but not be limited to the power to sue and be sued; the power to enter into contracts; the right to receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations; to convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise, and dispose of all property real or personal; to borrow money, contract debts and issue bonds, notes and debentures, and to secure the payment of in performance of its obligations; provided, however, that the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the primary purposes of this Corporation.

ARTICLE IV: Board of Directors and Manner of Election

There shall at all times be not less than three directors of this Corporation, all of whom must also be members. The initial directors shall be Amy Galante, Tracy Chase, and Kerry Sees who shall serve until their successors are duly elected. In the event there shall at any time be fewer than three directors willing and able to serve, then in that event the remaining directors shall elect replacements from the membership. The Board of Directors shall hold an annual meeting on the 31st day of December at the corporation's principal place of business, or such other time and place as they may unanimously agree, for the purpose of electing their successors. Directors may meet by telephone or other means as they shall unanimously agree, however all decisions of the Board must be committed to writing and signed by all the directors, who shall indicate their vote for or against each separate resolution. A majority of the directors can remove a dissenting director for cause shown upon the record, provided always that such dissenting director shall have the right to make a fair statement of his or her defense also on the record of the Corporation. All decisions of the Corporation shall be made by the Board.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V: Registered Agent, Initial Office, and Mailing Address

The initial registered agent of the Corporation is Attorney Edward B. Galante, whose business address at which he will accept service of process for the Corporation is 516 Camden Avenue, Stuart, Florida 34994 (561-283-2412), and his acceptance of appointment is filed herewith and made part hereof by reference.

ARTICLE VI: Type of Entity

This Corporation is a public benefit corporation.

ARTICLE VII: Commencement and Duration

This Corporation shall commence in existence on the date of filing and thereafter shall exist perpetually.

ARTICLE VIII: Dedication of Assets

The assets of this Corporation are permanently dedicated to the purposes set forth herein. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 set forth in these articles. No substantial part of the activities shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in nor intervene in political campaigns on behalf of any candidate for public office. 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 its exempt purposes or not permitted to be carried on by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

ARTICLE IX: Indemnification

The Corporation shall defend, indemnify, and hold harmless every registered agent, director, or officer and his or her heirs, personal representatives, and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit, or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit, or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

ARTICLE X: Membership

The Corporation members shall consist solely in members of the Martin County High School Class of 1982 who shall elect to become members and such other members as may petition for membership and be accepted by unanimous vote of the board of directors. Membership may be terminated for any reason by unanimous vote of the board of directors if according to their unfettered discretion the directors deem any such membership to be deleterious to the Corporation.

ARTICLE XI: Distribution of Assets upon Dissolution

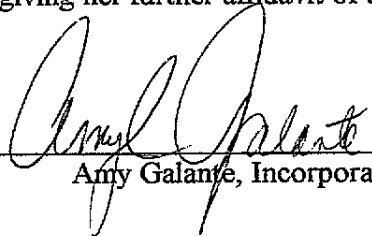
Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing those assets exclusively for public charitable uses and purpose as shall at the time qualify as exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and as other than a private foundation under Section 509(a) of the Internal Revenue Code, as the Board

of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, exclusively for charitable and educational purposes, or to such organization or organizations as said court shall determine, which are organized and operated exclusively for charitable and educational purposes with a preference toward the assistance of children and their education and protection from violence and other abuse.

ARTICLE XII: Incorporator

The name and address of the incorporator is: Amy Galante, 730 Lighthouse Drive, Palm City, Florida 34990 (561-288-2555).

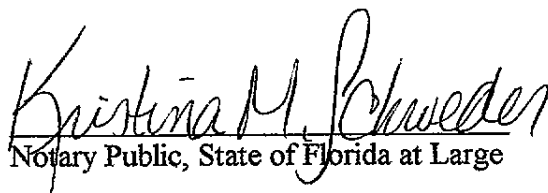
IN WITNESS whereof the undersigned Amy Galante declares these Articles of Incorporation for Jurisdictionary Foundation, Inc., hereunder setting her hand and giving her further affidavit of this declaration this 6th day of September 2001.

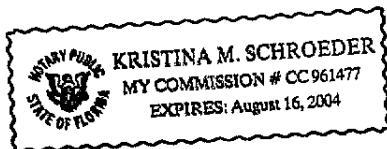

Amy Galante, Incorporator

STATE OF FLORIDA]
COUNTY OF MARTIN]

BEFORE ME the undersigned authority personally appeared Amy Galante who, being by me first duly sworn or affirmed and identified by Florida Drivers License as the person described hereinabove, did execute the foregoing in my presence as incorporator.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal the date last hereinabove appearing.


Notary Public, State of Florida at Large



FILED

01 SEP 10 PM 12:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR
THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

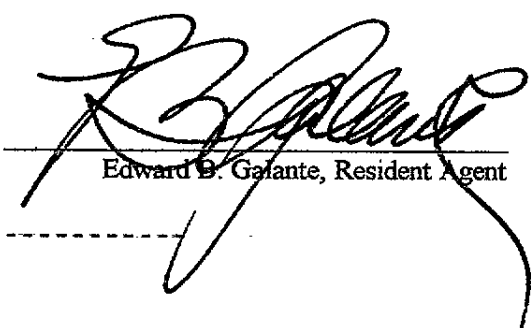
WITNESSETH that *MCHS Reunion Class of '82, Inc.*, desiring to organize under the laws of the State of Florida has named its registered agent to accept service of process within this State and its principal office as indicated in the Articles of Incorporation as: Edward B. Galante, whose business address at which he will accept service of process for the corporation is 516 Camden Avenue, Stuart, Florida 34994 (561-283-2412), and his acceptance of appointment is filed herewith and made a part hereof by reference.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the abovenamed corporation at the place designated in this certificate, I hereby accept such appointment to act in this capacity effective the date last hereinappearing and agree to comply with the provisions of said act relative to keeping open said office.

I understand and accept the obligations of registered agents as provided for in §607.325 Florida Statutes.

EXECUTED this 6th day of September 2001.

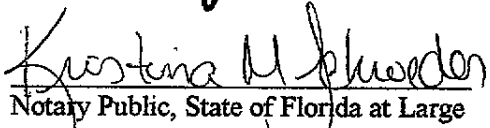

Edward B. Galante, Resident Agent

STATE OF FLORIDA]
COUNTY OF MARTIN]

BEFORE ME personally appeared Edward B. Galante who, being by me first duly sworn or affirmed and identified by Florida Drivers License, did execute the foregoing in my presence as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Stuart, Florida this ___ day of ~~December 1999~~

Aug 16, 2004


Notary Public, State of Florida at Large

My commission number is: CC 961477
My commission expires: 8/16/04

