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FLORIDA NON-PROFIT CORPORATION

Treasure Coast Venture Capital Forum, Inc.

Certificate of Status	1
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Page Count	04/5
Estimated Charge	\$87.50

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**ARTICLES OF INCORPORATION**  
**OF**  
**TREASURE COAST VENTURE CAPITAL FORUM, INC.**  
 In Compliance with Chapter 617, F.S., (Not For Profit)

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**ARTICLE I**

**Name**

The name of the Corporation shall be Treasure Coast Venture Capital Forum, Inc.

**ARTICLE II**

**Principal Office**

The principal place of business and mailing address of this corporation shall be:

506 South Federal Highway, Suite 202  
 Stuart, Florida 34994

**ARTICLE III**

**Purpose**

The Corporation is organized to promote networking among the venture capital community along Florida's Treasure Coast.

**ARTICLE IV**

**Manner of Election**

The powers of this Corporation shall be exercised and its affairs conducted by a Board of Directors composed of three (3) or more members and whose replacements shall thereafter be named by the remaining members of the Board of Directors as provided in the Bylaws. The number of Directors may be increased or decreased from time to time as the Board may determine; however, the number of Directors shall not be less than three (3).

**ARTICLE V**

**Initial Directors**

The names and addresses of the initial members of the Board of Directors are:

David G. Bates  
9158 Chianti Court  
Boynton Beach, Florida 33437

Craig Melby  
3047 SW Cedar Trail  
Palm City, Florida 34990

Ann Luke  
3741 NE Sugarhill Avenue  
Jensen Beach, Florida 34957

**ARTICLE VI**

**Initial Registered Agent and Street Address**

The name and Florida street address of the registered agent are:

David G. Bates  
9158 Chianti Court  
Boynton Beach, Florida 33437

**ARTICLE VII**

**Indemnification**

This Corporation shall indemnify its directors and its officers to the fullest extent permitted by the provisions of the Florida Business Corporation Act and the Florida Not For Profit Corporations Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. The right to indemnification shall continue as to a person who has ceased to

be a director or officer and shall inure to the benefit of the heirs, executors and administrators of such a person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

**ARTICLE VIII**

**Amendments**

These Articles of Incorporation may be amended by the act of the Board of Directors of the Corporation. Amendments may be proposed and adopted in the manner provided in the Bylaws of the Corporation.

**ARTICLE IX**

**Incorporator**

The name and address of the incorporator are as follows:

David G. Bates  
9158 Chianti Court  
Boynton Beach, Florida 33437

  
\_\_\_\_\_  
David G. Bates, Incorporator

DATE: November 26, 2001

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for TREASURE COAST VENTURE CAPITAL FORUM, INC. (the "Corporation"), a Florida not for profit corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607, F.S.

REGISTERED AGENT:

  
\_\_\_\_\_  
David G. Bates

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