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TRANSMITTAL LETTER

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

SUBJECT: Shoulders of Palm Beach County, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Fredeva M. Nelson
Name (Printed or typed)

1337 West 28th Street
Address

Riviera Beach, FL 33404
City, State & Zip

(561) 845-1723
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION
SHOULDERS OF PALM BEACH COUNTY, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt the following Article of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be Shoulders of Palm Beach County, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be 1337 West 28th Street, Riviera Beach, FL 33404 or at such other place as the Board of Directors shall from time to time determine. The name of the initial registered agent of the corporation is Fredeva M. Nelson.

ARTICLE III - PURPOSE

The purposes of Shoulders of Palm Beach County, Inc. are: 1) To help survivor understand and work through the steps in the grieving process; 2) To provide support and comfort for surviving widows and other members of the family; 3) To make available a bureau of resources to include licensed physicians/specialists, nurses, counselors, accountants/finance managers, associates of the funeral industry, insurance agents and others in areas of services that can benefit those who are engaged in life changing plans; 4) To identify and train a cadre of members and volunteers to work directly with the widow and other members of the family to determine specific needs; 5) To provide a forum through public sessions, workshops, and other group meetings that will help those who have not been touched directly by death and dying understand the urgency of preparation.

The above purposes for which the corporation is organized are exclusively educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE IV - MEMBERSHIP

The qualifications of members and the manner of their admission shall be as provided in the corporation's By-Laws.

ARTICLE V - EXISTENCE

The corporation shall exist perpetually.

ARTICLE VI - OFFICERS AND SELECTION

1. The officers of this corporation shall be the President, Secretary, Treasurer and such other officers as may be provided for in the By-Laws.

2. The method of selection, times at which they will be selected or appointed, terms of office, powers and duties of all officers shall be provided for in the By-Laws.

3. The names of the officers who are to serve until the next election or appointment are:

President	Fredeva M. Nelson
Vice President	Zenora Kerr Ward
Secretary	Teresa Bell
Treasurer	Elinor Manseslle

ARTICLE VII - BOARD OF DIRECTORS

1. The affairs of this corporation shall be managed by a Board of Directors which shall never have less than three members. The duties, powers, authority and method of selection of said board shall be as provided in the By-Laws.

2. The names and addresses of the first members of the Board of Directors, who will serve until their successors are selected, are:

Fredeva M. Nelson	1337 West 28 th Street Riviera Beach, FL 33404
Zenora Kerr Ward	4312 Heath Circle South West Palm Beach, FL 33407
Teresa Bell	500 North Congress Avenue, #208 West Palm Beach, FL 33401
Elinor Manselle	1373 North Mangonia Drive West Palm Beach, FL 33401

ARTICLE VIII - AMENDMENTS AND BY-LAWS

These Articles of Incorporation and the By-Laws of the corporation may be made, altered, amended or rescinded by a majority vote of the Board of Directors, at any regular or special business meeting, provided that a notice stating the proposed change and the time and place of the meeting, where the same will be considered, has been mailed to all members of the Board of Directors at least two (2) weeks prior to such meeting.


ARTICLE IX - NON-PROFIT

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 Article Third hereof. 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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, this organization 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 or the corresponding provision of any future federal tax code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

ARTICLE X - DISTRIBUTION OF ASSETS

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Contempt Jurisdiction 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.


Fredeva M. Nelson, Incorporator

11-14-2
Date

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Shoulders of Palm Beach County, Inc.

2. The name and address of the registered agent and office is:

Fredeva M. Nelson
1337 West 28th Street
Riviera Beach, FL 33404

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Fredeva M. Nelson
(Signature)

11-14-2
(Date)