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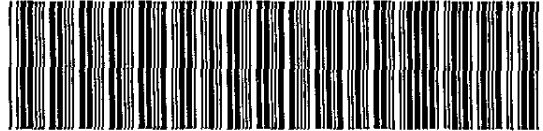
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 JUN 26 AM 9:51

F. GIESSEN JUN 3 0

Law Offices of
FREDERIC T. DeHON, JR., P.A.
PGA CONCOURSE BUILDING, SUITE 211
5606 PGA BOULEVARD
PALM BEACH GARDENS, FLORIDA 33418

Of Counsel to:
STEPHEN S. MATHISON, P.A.

TELEPHONE: (561) 624-2001
TELECOPIER: (561) 624-0036

June 24, 2003

VIA UPS NEXT DAY AIR

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

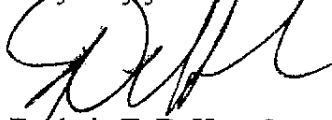
RE: Articles of Incorporation
Rotary Club of the North Palm Beaches, Inc.

To whom it may concern:

I have enclosed one (1) original, and one (1) copy of the Articles of Incorporation for the above referenced company. We would appreciate your filing these articles. Enclosed is a check in the amount of \$78.75 (\$70.00 for Filing Fees of Non Profit Corporation, and \$8.75 for one (1) certified copy). Please mail the certified copy of the filed document to our offices, in the enclosed return envelope..

Please call me immediately if there are any problems with this filing rather than returning the documents to me. Thank you for your attention and cooperation in this matter.

Very truly yours,



Frederic T. DeHon, Jr.

djk
Encls

ARTICLES OF INCORPORATION
OF
ROTARY CLUB OF THE NORTH PALM BEACHES, INC.

The undersigned, acting as incorporator of a corporation not-for-profit under Florida Statutes Chapter 617 (2002), hereby adopts the following Articles of Incorporation for this Corporation

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SECRETARY OF FLORIDA
TALLAHASSEE
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ARTICLE I
NAME

The name of the corporation is ROTARY CLUB OF THE NORTH PALM BEACHES, INC.

ARTICLE II
PURPOSE

This corporation is organized exclusively to operate a local Rotary Club in the northern portion of Palm Beach County, including, but not necessarily limited to, the municipalities of North Palm Beach and Palm Beach Gardens, which is sanctioned by Rotary International, for charitable, educational and benevolent purposes, including, but not limited to, encouraging, promoting and extending the objects of Rotary International, and for all other legal purposes not inconsistent therewith. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, except that no part of the income of the corporation shall be distributable to its members, directors or officers, except as provided in §617.011(1).

ARTICLE III
TERM OF BUSINESS

This corporation is to exist perpetually. The date of corporate existence shall begin at the time of subscription and acknowledgment of these Articles of Incorporation if filed with the Florida Secretary of State within five (5) days thereof, or if not, then the date of corporate existence shall begin when so filed.

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ARTICLE IV
ADDRESS AND REGISTERED AGENT

The initial post office address of this corporation is , North Palm Beach, Florida 33408. The street address of the initial registered office of this corporation is 5606 PGA Boulevard, Suite 211, Palm Beach Gardens, Florida 33418. The name of the initial registered agent of this corporation at that address is FREDERIC T. DeHON, JR., P.A. The Board of Directors may from time to time establish a principal office for this corporation at any address in it service area, in accordance with the Bylaws of the Corporation.

ARTICLE V
DIRECTORS

This corporation shall have at least three (3) directors at all times. It shall have seven directors initially. The number of directors may be increased or diminished from time to time according to the bylaws.

ARTICLE VI
INITIAL DIRECTORS

The names and addresses of the initial directors are:

Frederic T. DeHon, Jr.	5606 PGA Blvd., Suite 211, Palm Beach Gardens, FL 33418
JoAnn Munro	12369 157 TH Street N, Jupiter, FL 33478
Terry Lunn	P.O. Box 13121, North Palm Beach, FL 33408
Patty McElvy	4460 Holly Drive, Palm Beach Gardens, FL 33410
William Smith	1201 US Highway 1, #400, North Palm Beach, FL 33408

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Edwin Oskamp

356 Golfview Road, North Palm Beach, FL 33408

ARTICLE VII
INCORPORATORS

The names and addresses of the initial incorporator is:

Frederic T. DeHon, Jr.

5606 PGA Blvd., Suite 211, Palm Beach Gardens, FL 33418

ARTICLE IX
BYLAWS

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida and the United States of America, the Board of Directors is expressly authorized to frame and adopt any such Bylaws for the corporation as are not inconsistent with the laws of the State of Florida or the United States of America or these Articles of Incorporation. The Board of Directors is expressly authorized, without the assent of the members, to add to, delete from, or otherwise amend the Bylaws of the corporation.

ARTICLE X
INDEMNIFICATION AND LIMITATION OF LIABILITY

The corporation shall indemnify any officer or director, or any former officer or director of the corporation, to the full extent permitted by law. The private property of the members shall not, unless otherwise provided by law, be subject to the payment of the corporate debts to any extent whatsoever.

ARTICLE XI
DISTRIBUTIONS ON DISSOLUTION

On any dissolution of the corporation, except involuntary dissolution for a period of less than


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three (3) years, or any liquidation of the corporation's assets, none of such assets shall be distributed to any member, officer or director of this corporation. All assets to be distributed, after payment of all costs and expenses of such dissolution or liquidation, shall be distributed to one or more organizations qualifying under Internal Revenue Code §501(c)(3) as shall be designated by the Board of Directors and as are acceptable to Rotary International.

ARTICLE XII
AMENDMENTS

The corporation reserves the right to amend, add to or repeal any and all provisions contained in these Articles of Incorporation in the manner consistent with law and in conformity with provisions set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the original incorporator hereinbefore named, for the purpose of forming a corporation not for profit to do business both within and without the State of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals this 20th day of June, 2003.


Frederic T. DeHon, Jr. {SEAL}

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County named above to take acknowledgments, personally appeared Frederic T. DeHon, Jr., to

ROTARY CLUB OF THE NORTH PALM BEACHES, INC.
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PAGE 5

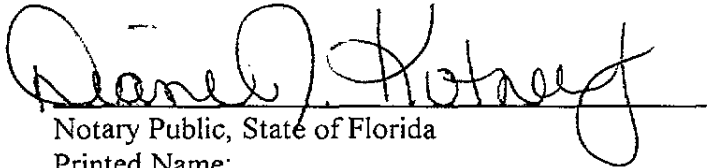
me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 20th day of June, 2003.



Diane Kutney
My Commission CC993081
Expires January 10, 2005

(NOTARY SEAL)



Notary Public, State of Florida

Printed Name:

My commission expires:

My commission number:

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles, I hereby accept to act in this capacity, agree to comply with the provisions of §48.091, Fla. Stat., relative to keeping open said office, and am familiar with the provisions of §§607.0501, et seq., Fla. Stat., and accept the obligations thereof.

FREDERIC T. DeHON, JR., P.A.

By: 

Frederic T. DeHon, Jr., President, Registered Agent

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