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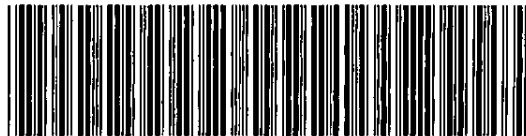
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DIVISION OF CORPORATIONS
07 NOV -2 AM 8:53

11/7/07

COVER LETTER

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DIVISION OF CORPORATIONS

07 NOV -2 AM 8:53

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

SUBJECT: West Palm Beach Downtown Neighborhood Association, 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: Kathleen Joan McPhillips
Name (Printed or typed)

315 Hibiscus Street
Address

West Palm Beach, Florida 33401
City, State & Zip

(561) 835-8778
Daytime Telephone number

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

EFFECTIVE DATE
11/01/07

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

07 NOV -2 AM 8:53

ARTICLES OF INCORPORATION
For
WEST PALM BEACH DOWNTOWN NEIGHBORHOOD ASSOCIATION

ARTICLE I: NAME

The name of the corporation shall be "West Palm Beach Downtown Neighborhood Association, Inc".

ARTICLE II: PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The address of the corporation shall be 301 Clematis Street Suite 200, West Palm Beach, FL 33401.

ARTICLE III: PURPOSE

The West Palm Beach Downtown Neighborhood Association, Inc, hereafter called DNA, is a non-profit educational organization serving the residents of the Downtown West Palm Beach neighborhood. DNA will sponsor and support lectures, public forums, discussions, publications, special programs and other activities to educate residents, government officials and other organizations on public issues such as safety, government services and neighborhood concerns.

DNA will hold regular meetings to keep members informed about issues that affect their homes, the neighborhood and the community. DNA will also work with the City of West Palm Beach and other organizations, such as the West Palm Beach Downtown Development Authority to help convey important information to members.

DNA will operate in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501 (c) (4) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

ARTICLE IV: MANNER OF ELECTION

Members of DNA will elect Officers and Directors for the terms of office in the manner specified in the DNA Bylaws. DNA bylaws shall regulate the number of Officers and Directors and their duties. Officers and Directors shall serve without compensation.

ARTICLE V: INITIAL DIRECTORS AND/OR OFFICERS

The following initial Officers and Directors shall serve in the capacities specified below until their successors are elected.

- President: Timothy Harris, 201 S Narcissus #403, West Palm Beach, FL 33401
- Vice-President: Howard Pincus, 610 Clematis St. #410, West Palm Beach, FL 33401
- Secretary: Bob Katzen, 525 S. Flagler Dr. TH 5F, West Palm Beach, FL 33401
- Treasurer: Kathleen J. McPhillips, 315 Hibiscus St., West Palm Beach, FL 33401
- Director #1: Clint Fowlkes, 801 S. Olive Ave. #1506, West Palm Beach, FL 33401
- Director #2: Diane Buhler, 101 N Clematis St. #310, West Palm Beach, FL 33401
- Director #3: Donald Radd, 255 Evernia St. #1001, West Palm Beach, FL 33401
- Director #4: Joseph Schober, 651 Okeechobee Blvd. #PH1012, W.P.B., FL 33401
- Director #5: Jan Stein, 403 S. Sapodilla Ave. PH 806, West Palm Beach, FL 33401

ARTICLE VI: LIMITATION OF CORPORATE POWERS

The corporate powers of DNA are as provided in section 617.0302, Florida Statutes, unless limited as follows.

No part of the net earnings of DNA shall benefit any Member, Director, Officer or other private persons, except that DNA shall be authorized to make reasonable compensation for services rendered to further the purposes set forth in these Articles.

No substantial part of the activities of DNA shall attempt to influence legislation of political campaigns on behalf of, or in opposition to, any candidate for public office.

The purposes for which DNA is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501 (c) (4) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

ARTICLE VII: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is Kathleen McPhillips, 315 Hibiscus Street, West Palm Beach, FL 33401.

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator for these Articles of Incorporation is Timothy Kevin Harris, 201 South Narcissus #403, West Palm Beach, FL 33401

ARTICLE IX: EXISTENCE

The term of existence of the corporation is perpetual, commencing on November 1, 2007.

ARTICLE X: DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations, which themselves are exempt as organizations described in sections 501 (c) organizations of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

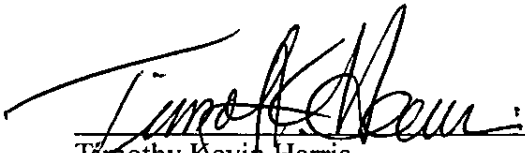
ARTICLE XI: AMENDMENT OF ARTICLES OF INCORPORATION

The Board of Directors may adopt a resolution proposing amendments to these Articles of Incorporation to the members for their vote in the manner specified by the corporation's By-Laws.

ARTICLE XII: GEOGRAPHIC BOUNDARIES

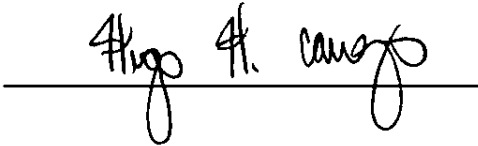
The area comprising the Corporation's geographic boundary shall be the downtown area of the City of West Palm Beach and shall include as the eastern border Flagler Drive from Okeechobee Blvd north to Quadrille Blvd. The northern boundary shall extend from Quadrille Blvd. and Flagler Drive westerly to Banyan Blvd. then west to Australian Avenue. The western boundary will extend from Banyan Blvd. and Australian Ave. south to Okeechobee Blvd. The southern boundary will then proceed easterly finishing at Flagler Drive and Okeechobee Blvd.

The undersigned has executed these Articles of Incorporation this 1st day of November, 2007.


Timothy Kevin Harris

WITNESSED:

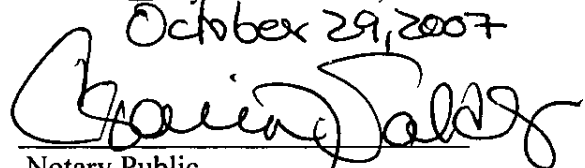




STATE OF FLORIDA
COUNTY OF PALM BEACH

I certify that before me, the undersigned authority, personally appeared Timothy Harris, to me known to be the person who executed the forgoing Articles of Incorporation and he acknowledged to and before me that he executed such instrument.

I witness whereof, I have hereunto set my hand and seal this ~~1st day of November, 2007.~~


October 29, 2007
Notary Public
My commission expires

Coralia F. Valdes
Notary Public - State of Florida
My Commission Expires June 21, 2011
Commission # DD 687602

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

07 NOV -2 AM 8:53

1. The name of the corporation is:

West Palm Beach Downtown Neighborhood Association, Inc.

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

Kathleen J McPhillips
315 Hibiscus Street
West Palm Beach, FL 33401

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.


Kathleen J McPhillips

November 1, 2007