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SECRETARY OF STATE
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JOHN K. COPELAND – OF COUNSEL THOMAS J. ROONEY – OF COUNSEL E-Mail: JSopko@kslattorneys.com

January 25, 2008

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

VIA UPS OVERNIGHT DELIVERY

Gentlemen:

Re:

Enclosed is an original and one copy of the Articles of Incorporation of KHATIB BRIDGE AND EDUCATION CENTER OF PALM CITY, INC. and a check in the amount of \$78.75 payable to the Department of State. Kindly accept the enclosed for filing.

KHATIB BRIDGE AND EDUCATION CENTER OF PALM CITY, INC.

Please return a Certificate of Status of the Articles of Incorporation to the undersigned at your convenience. Thank you for your cooperation in this matter. If you have any questions, please feel free to call.

Sine@relv.

James Sopko

JS:lmv Enclosures

cc: Caroline L. Kinzer, Incorporator

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ARTICLES OF INCORPORATION

FILED

OF

KHATIB BRIDGE AND EDUCATION CENTER OF PALM CITY, INCSEE, FLORIDA A FLORIDA NOT-FOR-PROFIT CORPORATION

ARTICLE I

NAME

The name of this corporation shall be:

KHATIB BRIDGE AND EDUCATION CENTER OF PALM CITY, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

- A. This Corporation is organized exclusively to support, assistance, training and education of the residents of Martin County and surrounding communities in the game of Bridge.
- B. Notwithstanding any other provision contained in these Articles of Incorporation, this Corporation shall only conduct activities permitted to be carried on by an organization for one or more of the purposes set forth in Section 501(c)(3) Internal Revenue Code of 1986 or successor section.
- C. This Corporation, not for profit, shall have the power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property of whatever kind and description

and wherever situated, or with any estate or interest, legal or equitable, in the property, or to borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all other acts as are necessary or convenient to carry out the purposes of this Corporation.

D. This Corporation, not for profit, may conduct and transact any activity lawfully authorized and not prohibited by Chapter 617, Florida Statutes, entitled "The Florida Not For Profit Corporation Act", as the same may be, from time to time, amended.

ARTICLE IV

<u>MEMBERSHIP</u>

A. This Corporation is authorized to issue membership in this Corporation as authorized in Section 617.0601 of the Florida Statutes. The members of this Corporation at all times and from time to time shall be individuals who have demonstrated a support of the charitable purposes of the corporation as determined in the Bylaws of the Corporation.

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE

The principal office and the mailing address of this corporation shall be:

853 S.E. Monterey Commons Blvd. Stuart, FL 34996

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

James Sopko 853 S.E. Monterey Commons Blvd. Stuart, FL 34996

ARTICLE VII

DIRECTORS

This corporation shall have Five (5) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than three (3). The qualifications of members of the Board of Directors and the manner of their election will be prescribed by the By-Laws of the corporation. The names and addresses of the initial Directors of this corporation are:

- 1) Caroline L. Kinzer 6490 SW Thistle Terrace Palm City, FL 34990
- Harry Falk
 1663 SW Springfield Court
 Palm City, FL 34990
- 5) William Koke 4013 NE Moon River Circle Jensen Beach, FL 34957

- 3) Reza Khatib 4661 SW Thistle Terrace Palm City, FL 34990
- 4) George Gordon 2244 SE Federal Hwy., #173 Stuart, FL 34994

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these articles is:

Caroline L. Kinzer 6490 SW Thistle Terrace Palm City, FL 34990

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the members and approved at a members' meeting by at least a majority of the membership entitled to vote, unless all of the directors and all of the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

EFFECTIVE DATE

The effective date of this corporation is the date these Articles are filed.

ARTICLE XI LIMITATION ON THE DISTRIBUTION OF

CORPORATE ASSETS AND NET EARNINGS

- A. No part of the Corporation's net earnings shall inure to the benefit of, or be distributable to, its directors, members, officers or other private individuals as prescribed in applicable Treasury Regulations, provided, however, the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this Corporation.
- B. In the event of the Corporation's dissolution, the Corporation's residual assets will be

 (i) distributed for one or more exempt purposes for which this Corporation was organized, (ii) turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or Successor Sections, or (iii) distributed to Federal, State, or local government exclusively for public purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of January, 2008.

Caroline L. Kinzer, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, James Sopko, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 25th day of January, 2008.

James Sopko, Registered Agent

2008 JAN 28 PM 4: 4 SECRETARY OF STATE