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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 MAY -5 PM 12:03

APPROVED
AND
FILED

Holland+Knight

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West Palm Beach, FL 33401-6148
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Susan G. Gavsie
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May 1, 2008

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

Re: Palm Beach Gardens Historical Society, Inc.

To Whom It May Concern:

Enclosed is a check in the amount of \$78.75. This represents the Filing Fee and Certificate of Status cost to file the above referenced name with the Division of Corporations. I have also enclosed the original Articles of Incorporation and one copy as required.

Should you have any questions, do not hesitate to contact me.

Sincerely yours,

HOLLAND & KNIGHT LLP



Susan G. Gavsie
Assistant to Steven Cohen

/sgg
Enclosures

COVER LETTER

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

SUBJECT: Palm Beach Gardens Historical Society, 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: Steven Cohen c/o Holland & Knight, LLP
Name (Printed or typed)

222 Lakeview Avenue, Suite 1000
Address

West Palm Beach, FL 33401
City, State & Zip

561-650-8360
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
PALM BEACH GARDENS HISTORICAL SOCIETY, INC.

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation not for profit, pursuant to the provisions of the Florida Not for Profit Corporation Act.

ARTICLE I

NAME

The name of the corporation (hereinafter called the "Corporation") is:

PALM BEACH GARDENS HISTORICAL SOCIETY, INC.

ARTICLE II

PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is:

Palm Beach Gardens Historical Society, Inc.
c/o Palm Beach Community College
Attn: Provost's Office
3160 PGA Boulevard
Palm Beach Gardens, Florida 33410

08 MAY - 5 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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ARTICLE III

PURPOSES

The Corporation is organized for charitable and educational purposes. The specific purposes for which the Corporation is organized are:

To research, collect, preserve and promote the rich history of the City of Palm Beach Gardens, Florida.

To receive by gift, devise, or purchase, and to collect, preserve and display, and to make available for public use, historical materials including, without limitation, written items, photographs, drawings, illustrations, maps, surveys, plats, and other tangible property of any kind having historical significance or educational benefit.

To prepare, edit and publish written works, photographs and videos of any kind on the history of the City of Palm Beach Gardens, Florida, and to furnish or sell such works to the public.

In order to meet the requirements of Section 501(c)(3) of the Internal Revenue Code of 1986, the purposes for which Palm Beach Gardens Historical Society, Inc. is organized are historical research, preservation and education as it relates to exempt endeavors within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

Notwithstanding any provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue Law.

ARTICLE IV

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors ("Board") consisting of no less than fifteen (15) nor more than thirty (30) members. The number of directors may be fixed from time to time within this range pursuant to the By-Laws. Directors shall be elected in accordance with the By-Laws. The Board may appoint an Executive Committee to supervise the day-to-day operations of the Corporation. It may also appoint an Advisory Committee and certain other committees, in each case in accordance with the By-Laws shall constitute a quorum at any meeting of the Board.

ARTICLE V

MEMBERS

The Corporation shall have members. The class or classes of members and the qualifications of each shall be established in the By-Laws. Membership dues shall be established by the Board. The Board shall have the power to elect Honorary Members who shall be exempt from the payment of dues.

ARTICLE VI

OFFICERS

The Board of Directos shall elect the Officers, all of whom shall be members of the Board. The Officers shall consist of a President, a Vice President, a Secretary, and a Treasurer. An Assistant Secretary and Assistant Treasurer who are not members of the Board may be appointed by the Board. An Executive Director may also be appointed by the Board to manage the day-to-day operations of the Corporation, in accordance with the By-Laws.

ARTICLE VII

INITIAL REGISTERED AGENT AND STREET

The street address of the initial registered office of this not for profit corporation is Palm Beach Gardens, FL and the name of the initial registered agent of this Corporation at this address is Steven Cohen, Esq., Holland & Knight LLP, 222 Lakeview Ave., Suite 1000, West Palm Beach, FL 33401.

The written acceptance of the said initial registered agent, as required by the provisions of Section 617.0501 of the Florida Not for Profit Corporation Act is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

ARTICLE VIII

INCORPORATOR

The names and the mailing addresses of the incorporators are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Donald Kiselewski	c/o PBG Travel, Inc., 7100 Fairway Drive, Suite 57, Palm Beach Gardens, FL 33418
Steven Cohen	c/o Holland & Knight LLP, 222 Lakeview Ave., Suite 1000, West Palm Beach, FL 33401

ARTICLE IX

LIABILITY

None of the Directors, Officers or Members of the Corporation shall be personally liable for its debts, liabilities or obligations.

ARTICLE X

DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for such purposes as shall at the time qualify it as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of general jurisdiction in 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.

ARTICLE XI

MISCELLANEOUS

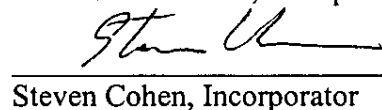
The duration of the Corporation shall be perpetual.

This Corporation is organized on a non-stock basis.

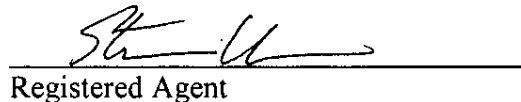
No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its Directors, Officers, or Members, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in Article III thereof.

The corporate existence of the Corporation shall begin upon the date of filing of these Articles of Incorporation.


Donald Kiselewski, Incorporator


Steven Cohen, Incorporator

Having been named as Registered Agent and to accept service of process for the above-named Corporation at the place designated in these 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.


Registered Agent

4-23-08
Date