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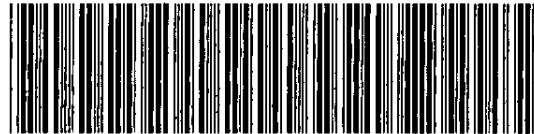
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2008 SEP -4 P 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SEP -4 2008  
D. A. WHITE

## COVER LETTER

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

**SUBJECT:** BLUE PLANET INTERNATIONAL EXPLORERS' BAZAAR & WRITERS' ROOM, 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: CORA BRESCIANO  
Name (Printed or typed)

5106 CROSSING ROCKS CT.  
Address

WEST PALM BEACH, FL 33407  
City, State & Zip

(561) 702-9219  
Daytime Telephone number

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

# ARTICLES OF INCORPORATION

OF

**Blue Planet International Explorers' Bazaar & Writers' Room, Inc.**

**A Florida "Not for Profit" Corporation**

**FILED**

2008 SEP -4 P 3: 52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under Chapter 617 of Florida Statutes, adopt the following Articles of Incorporation:

**Article 1. NAME OF CORPORATION:** The name of the corporation is Blue Planet International Explorers' Bazaar & Writers' Room, Inc.

**Article 2. PRINCIPAL OFFICE:** The principal office and mailing address of the corporation is 5106 Crossing Rocks Ct., West Palm Beach, FL 33407.

**Article 3. CORPORATE PURPOSES:** Blue Planet International Explorers' Bazaar & Writers' Room has been formed for the following purposes:

1. To inspire students to write, to give them the skills they need to write well, and to offer them fun and effective ways to see their writing come to life. Blue Planet International Explorers' Bazaar & Writers' Room strives to teach that skill at writing has an effect on three levels: personal, where students can express themselves in a creative, constructive fashion; community, where they can advocate for themselves, their families, and their neighbors; and global, where they can further the cause of international cooperation and peace.
2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

**Article 4. BOARD OF DIRECTORS:** Initial members of the Board of Directors have been appointed by the founders. In future, members of the Board of Directors shall be elected by a

majority vote of the existing Board and will serve for a term of one year, at the end of which they may stand for reelection. There will be no limit as to the number of terms a Director may serve. The Board will not exceed thirty (30) members.

**Article 5. INITIAL DIRECTORS AND OFFICERS:**

Alyx Kellington  
Chairperson  
112 S. M Street  
Lake Worth, FL 33460

Gail Burnaford, PhD  
Vice Chairperson  
2315 Water Circle  
Boca Raton, FL 33486

Susan Gay Hyatt  
Secretary  
1434 Crest Dr.  
Lake Worth, FL 33461

Cora Bresciano  
Treasurer  
5106 Crossing Rocks Ct.  
West Palm Beach, FL 33407

Doug Cooney  
Director  
3807 York Blvd  
Los Angeles, CA 90065

**Article 6. REGISTERED AGENT:** The name of the registered agent of the corporation is Cora Bresciano. The address of this registered agent is 5106 Crossing Rocks Court, West Palm Beach, FL 33407.

**Article 7. INCORPORATORS:** The name and address of the incorporators are:  
Susan Gay Hyatt, 1434 Crest Dr., Lake Worth, FL 33461 and Cora Bresciano, 5106 Crossing Rocks Ct., West Palm Beach, FL 33407.

**Article 8. 501(c)(3) LIMITATIONS**

a. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

b. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

c. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.

d. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

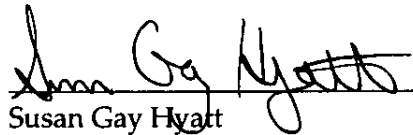
e. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.


**Article 9. INDEMNIFICATION** - Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or by his/her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right of

indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

#### EXECUTION

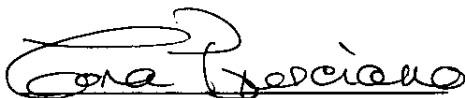
These Articles of Incorporation are hereby executed by the incorporators on this 28th day of August, 2008.

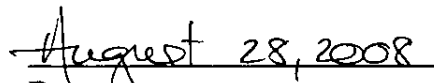
  
Susan Gay Hyatt

  
Cora Bresciano

#### REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Blue Planet International Explorers' Bazaar & Writers' Room, Inc., a Florida not-for-profit corporation.

  
Cora Bresciano  
5106 Crossing Rocks Ct.  
West Palm Beach, FL 33407

  
Date

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TALLAHASSEE, FLORIDA