

COVER LETTER

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

SUBJECT: Palm Beach Coralytes, 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: Wendy R. Kenyon
Name (Printed or typed)

9625 Majestic Way
Address

Boynton Beach, Florida 33437
City, State & Zip

(561)436-7359
Daytime Telephone number

kidkeeper4@aol.com
E-mail address: (to be used for future annual report notification)

2010 MAR 12 AM 9:51
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION
OF
PALM BEACH CORALYTES, INC.**

In Compliance with Chapter 617, F.S., (Not for Profit)

2010 MAR 12 AM 9:51
FILED
SECRETARY OF STATE
PALM BEACH, FLORIDA

THE UNDERSIGNED, as the incorporator and on behalf of a not-for-profit, non Stock Corporation under the laws of the State of Florida hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME AND ADDRESS

Section 1.1 The name of this Corporation is Palm Beach Coralytes, Inc. (the "Corporation"). The business address of the Corporation is 2503 Seacrest Boulevard, Delray Beach, Florida 33444. The mailing address of the Corporation is 6293 Country Fair Circle, Boynton Beach, 33437.

ARTICLE II - PURPOSE AND POWERS

Section 2.1. The Corporation is organized exclusively for promoting amateur athletics and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the Corporation shall establish and supervise an educational, training and competitive recreational program of synchronized swimming.

Section 2.2. All funds whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

Section 2.3. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended.

Section 2.4. The programs operated by the Corporation are available to all persons who, desiring to participate, are eligible according to the rules and guidelines established by the Corporation. Neither the Corporation, nor any group or organization operated there under shall discriminate or exclude participants or members on the basis of race, religion, color, gender or national origin.

ARTICLE III – DURATION

Section 3.1. The duration of the Corporation shall be perpetual.

ARTICLE IV – NON-STOCK CORPORATION

Section 4.1. The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act.

ARTICLE V – REGISTERED AGENT

Section 5.1. The address of the registered office of the Corporation is 9625 Majestic Way, Boynton Beach, Florida 33437. The name of the registered agent of the Corporation at that address is Wendy R. Kenyon.

ARTICLES VI – DIRECTORS

Section 6.1. The affairs of the Corporation shall be governed by a Board of Directors (the “Board”) subject to the restriction that , except as specifically set forth to the contrary in any By-Laws adopted the Board, the exercise of any powers or actions of the Board shall require approval thereof by a majority vote of the Board present at a meeting at which a quorum of no less than three (3) directors shall be necessary for all action requiring a vote of the board, including, but not limited to, the following:

- Section 6.1.1. Approval of charitable gifts, transfers, distributions and grants by the Corporation to other entities.
- Section 6.1.2. Adoption of or amendments to By-Laws.
- Section 6.1.3. Amendments to the Articles of Incorporation
- Section 6.1.4. Organization of a subsidiary or affiliate by the Corporation.
- Section 6.1.5. Approval of any merger, consolidation or sale or other transfer of all or any portion of the assets of the Corporation.

Section 6.2. The board shall consist of the following:

Jacqueline Barrett, Director
6293 Country Fair Circle
Boynton Beach, 33437

Wendy R. Kenyon, Director
9625 Majestic Way
Boynton Beach, FL 33437

Mary Morera, Director
1340 SW 26th Avenue
Boynton Beach, FL 33426

Maria Beckwith, Director
620 N. K Street
Lake Worth, FL 33460

Nancy Kelly, Director
7417 Michigan Isle Road
Lake Worth, FL 33467

Sandra Gibson, Director
8442 Elaine Drive
Boynton Beach, FL 33472

ARTICLE VII – PROHIBITED ACTIVITIES

- Section 7.1. No part of the net earnings of the Corporation shall inure to any individual or entity not qualifying as exempt under Section 501(c) (3) of the Internal Revenue Code, as now enacted or hereafter amended, nor to any director or officer or other member of the Corporation, nor to any other private persons, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation;
- Section 7.2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public; and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. : and
- Section 7.3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended.
- Section 7.4. The Corporation shall not lend any of its assets to any officer or director of the Corporation, or guarantee to any person the payment of a loan by an officer or director of the Corporation.

ARTICLE VIII – DEBT OBLIGATIONS AND PERSONAL LIABILITY

- Section 8.1. No member, officer or director of the Corporation shall be personally liable for the debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of the members, officers or directors be subject to the payment of the debts or obligations of the Corporation.

ARTICLE IX – DISSOLUTION

- Section 9.1. Upon dissolution of the Corporation, assets shall be distributed by the Board, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state government, for a public purpose.
- Section 9.2. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X – MEMBERS

Section 10.1. The Corporation shall have a membership consisting of the Board, as it shall be composed and as it shall serve from time to time. New directors shall be appointed to the Board by a majority vote of the then current directors, or in any other manner determined by the Board.

ARTICLE XI – INCORPORATION

Section 11.1. The name and address of the person signing these Articles of Incorporation is:

Wendy Kenyon
9625 Majestic Way
Boynton Beach, Florida 33437

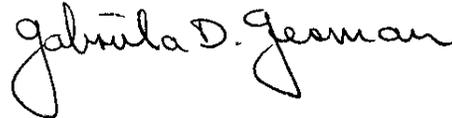
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4 day of March, 2010.



Wendy R. Kenyon, Incorporator



GABRIELA D. GERMAN
Notary Public - State of Florida
My Commission Exp. Aug. 28, 2012
Commission # DD796505
Bonded By National Notary Assn.



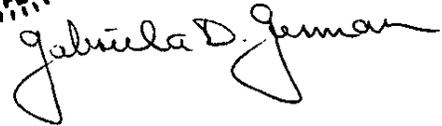
**CERTIFICATE ACCEPTING APPOINTMENT FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA**

Having been named as the Registered Agent and to accept Service of Process for Palm Beach Coralytes, Inc. 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 statues 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.


Wendy R. Kenyon



GABRIELA D. GERMAN
Notary Public - State of Florida
My Commission Exp. Aug. 28, 2012
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