

Florida Department of State
Division of Corporations
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To:

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Account Name : YOUR CAPITAL CONNECTION, INC.
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FLORIDA PROFIT/NON PROFIT CORPORATION
PALM VALLEY LIGHT AND BEAT PARADE, INC.

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T. Burch NOV 1 2010

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PALM BEACH, FLORIDA

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CAPITAL CONNECTION

NO. 1798 P. 2



October 29, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

YOUR CAPITAL CONNECTION, INC.

SUBJECT: PALM VALLEY LIGHT AND BOAT PARADE, INC.
REF: W10000050758

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

An effective date may be added to the Articles of Incorporation if a 2011 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

FAX Aud. #: H10000235964
Letter Number: 110A00025553

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PALM VALLEY LIGHT AND BOAT PARADE, INC.
a Florida corporation not-for-profit

In order to form a corporation under the Laws of Florida for the formation of corporations not-for-profit we, the undersigned, hereby associate ourselves into a corporation for the purposes and with the powers herein specified, and to that end we do, by these Articles of Incorporation, set forth:

ARTICLE I

NAME

The name of the corporation shall be Palm Valley Light and Boat Parade, Inc. ("Association").

ARTICLE II

PURPOSE

The purpose of the Association is to organize, promote and manage the annual Palm Valley Light and Boat Parade in Ponte Vedra Beach, Florida. Any and all contributions and/or funds received shall be used for charitable purposes pursuant to the IRS 501(c) guidelines and requirements.

ARTICLE III

POWERS AND DUTIES

The Association shall have the following powers:

A. All of the powers and privileges granted to corporations not-for-profit under the law pursuant to which this Corporation is chartered.

B. All of the powers reasonably necessary to implement and effectuate the purposes of the Association.

ARTICLE IV**OFFICERS**

The affairs of the Association shall be managed by the President of the Association assisted by the Vice President(s), Secretary and Treasurer and, if any, the Assistant Secretaries and Assistant Treasurers, who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the directions of the Board of Directors.

The Board of Directors shall elect a President, Secretary, Treasurer and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall deem advisable from time to time. The President shall be elected from the membership of the Board of Directors, but no other officer needs to be a Director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of the President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person. Officers shall be elected annually.

The officers of the Association, who shall hold office until their successors are elected pursuant to these Articles of Incorporation and the Bylaws, and have qualified, shall be the following:

President	Jeff Osborne
Vice President	Kelli Osborne
Secretary/Treasurer	Linda Gibson

ARTICLE V**DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial board of directors and officers of this corporation are:

NAME**ADDRESS**

Kelli Osborne

55 South Roscoe Boulevard
Ponte Vedra Beach, Florida 32082

Jeff Osborne

55 South Roscoe Boulevard
Ponte Vedra Beach, Florida 32082

ARTICLE VI

PRINCIPAL OFFICE

The principal office of the Association shall be located at 55 South Roscoe Boulevard, Ponte Vedra Beach, Florida 32082.

ARTICLE VII

INCORPORATOR

The Incorporator under these Articles of Incorporation and her respective address is set forth below:

Kelli Osborne
55 South Roscoe Boulevard
Ponte Vedra Beach, Florida 32082

ARTICLE VIII

BYLAWS

The original Bylaws of the Association shall be adopted by a majority vote of the Board of Directors of the Association at a meeting at which a majority of the Board of Directors is present, and, thereafter, the Bylaws may be altered or rescinded only by affirmative vote of two-thirds (2/3) of the votes entitled to be cast by members of the Association.

ARTICLE IX

INDEMNIFICATION

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of his or her being or having been a Director or officer of the Association, whether or not he or she is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties; provided, that in the event any claim for reimbursement or indemnification hereunder is based upon a settlement by the Director or officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

OCT. 29. 2010 12:41PM

CAPITAL CONNECTION

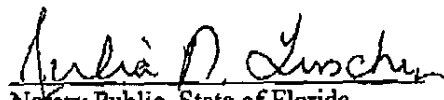
NO. 1798 P. 6

IN WITNESS WHEREOF, the Incorporator hereof has hereunto set [his/her] hand and seal this 28th day of October, 2010.


Kelli Osborne, Incorporator

STATE OF FLORIDA
COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me this 28th day of October, 2010, by Kelli Osborne, who is personally known to me or who has produced FL Drivers License as identification.


Notary Public, State of Florida
My Commission Expires


JULIA N. LUSCHEN
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION # DD666901
EXPIRES 4/28/2011
BONDED THRU 1-888-NOTARY1

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (2009), as amended from time to time (the "Act"), the following is submitted:


Palm Valley Light and Boat Parade, Inc., desiring to organize or qualify under the laws of the State of Florida as a not-for-profit corporation, pursuant to the Act, hereby designates Baron L. Bartlett, as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 230 Canal Blvd., Suite 4, Ponte Vedra Beach, FL 32082.

DATED this 29th day of October, 2010.


Baron L. Bartlett

Having been named to accept service of process for the above stated not-for-profit Florida corporation, at the place designated in this certificate, I hereby agree to 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 company in complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 29th day of October, 2010.


Baron L. Bartlett

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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