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March 15, 2011

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

Dear Division of Corporations:

Please find enclosed for filing Articles of Incorporation for the non-profit organization Southernmost Coconut Castaways, Inc. Also enclosed is a check for the filing fee of \$70.

Please return a copy of the file-stamped Articles of Incorporation to the address listed below:

Jennifer L. Hulse Attorney at Law PO Box 785 Key West, FL 33041

Sincerally,

Jennifér I. Hulsé

ARTICLES OF INCORPORATION

OF

SOUTHERNMOST COCONUT CASTAWAYS, INC.

The undersigned, acting as incorporator of a corporation pursuant to the provisions of the Florida Not For Profit Corporation Act, Title XXXVI, Chapter 61.7 etc. seq. of the Florida Statutes, adopts the following Articles of the Incorporation for such corporation:

ARTICLE I NAME OF CORPORATION

The Corporation shall be known as Southernmost Coconut Castaways, Inc.

ARTICLE II PRINCIPAL OFFICE

The Corporation's principal offices shall be located at, and its mailing address shall be, 17157 Bonita Lane West, Sugarloaf Key, Monroe County, Florida.

ARTICLE III PURPOSE

The Corporation is organized exclusively for charitable purposes within the meaning of Section 501c(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501c(3) exempt organizations. To this end, the Corporation shall seek members from the general public and collect dues and conduct activities to support various charitable purposes.

ARTICLE IV CORPORATE EXISTENCE

The corporate existence of the Corporation shall begin upon the date these Articles are filed with the Secretary of State, and the period of its duration is perpetual.

ARTICLE V MEMBERSHIP

Membership provisions of the Corporation are defined in the By-Laws.

ARTICLE VI VOTING RIGHTS

The Corporation shall have no voting members. The management and affairs of the Corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Corporation's By-Laws. No director shall have any right, title or interest in or to any property of the Corporation.

ARTICLE VII ELECTION OF DIRECTORS

Directors shall be elected or appointed as defined in the By-Laws.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors shall be six (6), and the names of the individuals to serve as the initial Directors are:

- 1. Tammy Hollander
- 2. Cynthia Grant
- 3. Jane Klaus
- 4. Julie Nardi
- Kathy Boyce
- Marc Hollander

ARTICLE IX REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 17157 Bonita Lane West, Sugarloaf Key, Monroe County, Florida, and the name of the initial Registered Agent at such address is Tammy Hollander.

ARTICLE X DEBT OBLIGATIONS AND PERSONAL LIABILITY

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 XI BY-LAWS

The initial By-Laws of the Corporation shall be adopted by its initial Board of Directors, and thereafter the Board of Directors shall have the power to alter, amend, or repeal the same or adopt new By-Laws.

ARTICLE XII DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation for one or more exempt purposes within the meaning of Section 501c(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or the assets shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE XIII LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

- 1. No part of the net earnings of the Corporation shall inure to any member of the Corporation not qualifying as exempt under Section 501c(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer 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.
- 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.
- 3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501c(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended; and

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 XIV INCORPORATOR

The name and address of the incorporator is Marc Hollander, 17157 Bonita Lane West, Sugarloaf Key, Monroe County, Florida.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Incorporator

Date

REGISTERED AGENT CONSENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Registered Agent

Date

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