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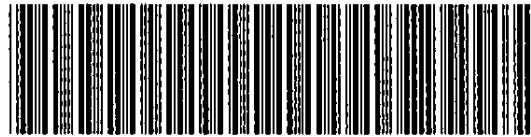
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PALM BEACH PRESERVATION

ALLIANCE PAC INC

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____ Art of Inc. File _____
____ LTD Partnership File _____
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____ Courier _____

Signature _____

Requested by: SETH

08/13/13

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

PALM BEACH PRESERVATION ALLIANCE, LLC
William O. Cooley, Managing Member
236 Fairview Road
Palm Beach, Florida 33480
Email: cool3003@bellsouth.net

August 12, 2013

Registration Section
FL Dept of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

13 AUG 14 AM 6:14
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Re: Consent/Release for the not-for-profit incorporation and use of the name PALM BEACH PRESERVATION ALLIANCE PAC, INC.

To Whom It May Concern:

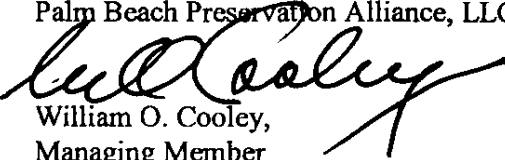
As managing member of Palm Beach Preservation Alliance, LLC, permit this letter to be Palm Beach Preservation Alliance, LLC's written consent, approval, acknowledgment and release authorizing the incorporation of Palm Beach Preservation Alliance PAC, Inc. and the use of the corporate name by said not-for-profit corporation, of which I am an officer. The Articles of Incorporation for Palm Beach Preservation Alliance PAC, Inc. are being submitted herewith.

Accordingly, please file the Articles of Incorporation for Palm Beach Preservation Alliance PAC, Inc. as soon as possible.

Should you have any questions or require additional documentation, please call my attorney, John D. O'Neill, Esquire at (561) 366-1212.

Sincerely,

Palm Beach Preservation Alliance, LLC


William O. Cooley,
Managing Member

WOC/jdo
Enclosures

ARTICLES OF INCORPORATION

OF

PALM BEACH PRESERVATION ALLIANCE PAC, INC.

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not-for-Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following articles of incorporation:

Article 1. Name

The name of the corporation is as follows: PALM BEACH PRESERVATION ALLIANCE PAC, INC.

Article 2. Principal Office Address

The address of the principal office and the mailing address of the corporation is: 236 Fairview Road, Palm Beach, Florida 33480.

Article 3. Purposes

1. PALM BEACH PRESERVATION ALLIANCE PAC, INC. is a not-for-profit corporation and is organized and shall be operated exclusively for the promotion of social welfare and only activities which may be undertaken by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code of 1986, as amended or the corresponding provision of any future United States Internal Revenue Law (the "Code").

2. The corporation shall have the following powers:

- (a) To gather, analyze and disseminate data and information relating to the protection and preservation of Florida's architectural, historical and archaeological heritage;
- (b) To serve as a core organization to bring together citizens, governmental agencies and representatives of other non-governmental organizations which have a common interest in issues relating to the protection and preservation of architectural, historical and archaeological heritage within the State of Florida;
- (c) To conduct fundraising activities for the production of revenues adequate to carry out the purposes of the corporation;

- (d) To employ staff, consultants, attorneys and accountants to ensure all regulatory provisions governing a corporation not for profit are satisfied;
- (e) To disseminate information relating to the purposes of the corporation and such other subjects as may from time to time arise to the public, civic organizations and governmental organizations and other non-profit and business entities;
- (f) To exercise powers of a corporation not for profit permitted by Florida law;
- (g) To register and function as a ballot initiative political committee pursuant to Chapter 106, Florida Statutes, or the corresponding section of any later adopted statutes; and
- (h) To conduct such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Code, as amended.

3. Upon the dissolution of the corporation, the Board of Directors will, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operating exclusively for the promotion of social welfare and only activities which may be undertaken by an organization exempt from taxation pursuant to Section 501(c)(4) of the Code, as the Board of Directors of the corporation shall determine.

Article 4. Restrictions

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, Directors, Officers, or other private persons; provided, however, 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 set forth in Article 3, hereof and to pay and reimburse the reasonable expenses of fundraising and carrying out the objectives of the corporation.

Article 5. Members

The initial members of the corporation shall be the Officers and Board of Directors of the corporation. Other classifications of membership may be established by the Board of Directors as provided in the by-laws of the corporation and may consist of separate categories of membership, each with different rights and responsibilities.

Article 6. Duration

The duration (term) of the corporation is perpetual.

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Article 7. Board of Directors

There shall be a Board of Directors consisting of at least three individuals. The name and addresses of the persons comprising the initial Board members of the corporation until their successors are nominated and appointed as provided in the bylaws are:

1. William O. Cooley
236 Fairview Road
Palm Beach, Florida 33480
2. Jeffrey A. Cloninger
411 Brazilian Avenue
Palm Beach, Florida 33480
3. Lory A. Volk
206 Phipps Plaza
Palm Beach, Florida 33480

After that, each director shall be elected by majority vote of the Board of Directors in the manner, and at the times, set forth in the bylaws.

Article 8. Officers

The Officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other Officers and assistant Officers as may be provided for in the bylaws or by resolution of the Board of Directors. Each officer shall be elected by majority vote of the Board of Directors (and may be removed by majority vote of the Board of Directors) at such a time, and in such a manner, as may be prescribed by the bylaws or by law.

Article 9. Indemnification and Civil Liability Immunity

The corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

Article 10. Bylaws

The bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

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Article 11. Non-Stock Basis

This corporation is organized on a non-stock basis.

Article 12. Amendment

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them.

Article 13. Initial Registered Office and Agent

The street address of the initial registered office of the corporation is: 236 Fairview Road, Palm Beach, Florida 33480. The name of its initial registered agent at that address is: William O. Cooley.

Article 14. Incorporator

The name and address of the Incorporator is:

William O. Cooley
236 Fairview Road
Palm Beach, Florida 33480

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 Section.817.155, Florida Statutes.


WILLIAM O. COOLEY, Incorporator

DATE: 8/9/, 2013

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for PALM BEACH PRESERVATION ALLIANCE PAC, INC., a Florida not-for-profit corporation, at the place designated in these Articles of Incorporation, I, WILLIAM O. COOLEY, hereby accept the appointment as registered agent and agree to act in this capacity. I, WILLIAM O. COOLEY, further agree to comply with the provisions of all statutes relating to the proper and complete performance of these duties, and I am familiar with and accept the obligations of my position as registered agent.


WILLIAM O. COOLEY, Registered Agent

DATE: 8/9, 2013

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