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Division of Corporations

6/7/2017

Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
Cove Players, Inc.

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**COVER LETTER**

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

**SUBJECT: Cove Players, 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: Cheyenne Moseley, LegalZoom.com, Inc.**  
Name (Printed or typed)

**101 N Brand Blvd, FL 10**  
Address

**Glendale, CA 91203**  
City, State & Zip

**323.962.8600 x 7625**  
Daytime Telephone number

**onlinefilings@legalzoom.com**  
E-mail address: (to be used for future annual report notification)

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

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**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

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**ARTICLE I NAME**

The name of the corporation shall be: Cove Players, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address  
8687 Cathedral Peak Ct.  
Boynton Beach, Florida 33473

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Please see attached

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Stephen D Ward, P, D  
Address: 8687 Cathedral Peak Ct.  
Boynton Beach, Florida 33473

Name and Title: Edward Bender, S, D  
Address: 8687 Cathedral Peak Ct.  
Boynton Beach, Florida 33473

Name and Title: Harriet Diamant, T, D  
Address: 8687 Cathedral Peak Ct.  
Boynton Beach, Florida 33473

Name and Title: Frances D Counihan, Director  
Address: 8687 Cathedral Peak Ct.  
Boynton Beach, Florida 33473

Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: United States Corporation Agents, Inc.  
Address: 13302 Winding Oaks Court, Suite A  
Tampa, FL 33612

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Cheyenne Moseley, Legalzoom.com, Inc.  
Address: 9900 Spectrum Drive  
Austin, TX 78717

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

Required Signature of Registered Agent

Cheyenne Moseley, United State Corporation Agents, Inc.

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.

Required Signature of Incorporator

Cheyenne Moseley LegalZoom.com, Inc., Assist. Secretary

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**Attachment to  
Articles of Incorporation of  
Cove Players, Inc.**

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: This club was established to bring quality theatrical events to members of the community, and to improve the acting skills of all members through workshops, presentation of dramas, comedies, and musicals.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that 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 herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of this corporation, assets remaining shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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**ACTION BY WRITTEN CONSENT  
OF THE SOLE INCORPORATOR**

**OF**

**Cove Players, Inc.,**

**A Florida Not For Profit Corporation,**

**June 7, 2017**

The undersigned, acting as the sole incorporator of Cove Players, Inc., a Florida Not For Profit Corporation (the "Corporation"), hereby approves and adopts the following resolutions by this written consent without a meeting (this "Written Consent") pursuant to the Florida Not For Profit Corporation Act, which shall be effective upon the commencement of the Corporation's existence:

RESOLVED, that each person named below is hereby elected to serve as a Director of the Corporation until such time as his or her successor is duly elected and qualified:

Stephen D Ward  
Frances D Counihan  
Edward Bender  
Harriet Diamant

RESOLVED FURTHER, that the officers of the Corporation, as elected by the Corporation's Board of Directors, are authorized and directed to insert a copy of this Written Consent in the minute book of the Corporation.

RESOLVED FURTHER, that the undersigned, the sole incorporator of the Corporation, hereby resigns as the incorporator of the Corporation, effective upon the commencement of the Corporation's existence.

IN WITNESS WHEREOF, the undersigned executes this Written Consent as of the date set forth above.



By: Cheyenne Moseley, Assistant Secretary  
LegalZoom.com, Inc.

FILED  
JUN -7 2017  
TALLAHASSEE, FLORIDA