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PROFESSIONAL LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 051694 7114198

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : August 13, 1996

ORDER TIME : 11:0 AM

ORDER NO. : 051694

CUSTOMER NO: 7114198

CUSTOMER: Nancy W. Gregoire, Esq
BUNNELL WOULFE KIRSCHBAUM
KELLER & MCINTYRE, PA
Suite 400
888 East Las Olas Boulevard
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: IRISH INSTITUTE, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

634.
W96-16975

RECEIVED
96 AUG 13 PM 12 13
DIVISION OF CORPORATION

CP
8/15/96

LAW OFFICES
BUNNELL, WOULFE, KIRSCHBAUM
KELLER & McINTYRE
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REPLY TO:
POST OFFICE DRAWER 030340
FORT LAUDERDALE, FLORIDA 33303

August 12, 1996

Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32301

Re: Irish Institute, Inc.

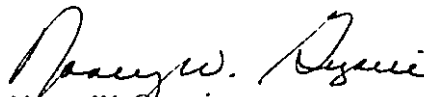
Gentlemen:

Enclosed is an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the fee for creating a not-for-profit corporation and obtaining a certified copy of the Articles.

Please file the original of the enclosed Articles of Incorporation at your earliest convenience and return a certified copy to the undersigned in the envelope I have provided. If you have any questions, please do not hesitate to contact me. Thank you for your cooperation.

Very truly yours,

BUNNELL, WOULFE, KIRSCHBAUM,
KELLER & McINTYRE, P.A.


Nancy W. Gregoire

NWG:cas
enclos.

RECEIVED
DIVISION OF STATE
CORPORATIONS
AUG 13 1996 3:27



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
96 AUG 15 PM 12:03
DIVISION OF CORPORATION

August 14, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: IRISH INSTITUTE, INC.
Ref. Number: W96000016975

RESUBMIT
Please give original
submission date as file date.

We have received your document for IRISH INSTITUTE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 396A00038662

96 AUG 13 PM 3:21
DIVISION OF STATE
CORPORATIONS

91 APR 12 PM 3:27

ARTICLES OF INCORPORATION
OF

IRISH INSTITUTE, INC.

A Not For Profit Corporation

The undersigned, acting as Incorporator of IRISH INSTITUTE, INC., a corporation under Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

Corporate Name and Principal Office

The name of the Corporation shall be IRISH INSTITUTE, INC., and its principal office shall be at 650 East Sample Road, Pompano Beach, Florida 33064.

ARTICLE II

Corporate Nature

This is a nonprofit Corporation, organized solely for general educational purposes pursuant to the Florida Not for Profit Corporations law set forth in Chapter 617, Florida Statutes.

ARTICLE III

Duration

The duration of existence of the Corporation is perpetual.

ARTICLE IV

General and Specific Purposes

The general nature of the objects and purposes of this Corporation shall be:

- (a) To promote a study of the folklore, music, art, traditional dancing, literature, theatre, crafts, traditional boat building and navigation, history, genealogy, sculpture, Gaelic language.

Gaelic sports, Celtic jewelry and precious artifacts, and the Brehon Laws of ancient Ireland, and to encourage the display of its ancient works of art and manuscripts.

- (b) To encourage the conservation and display of records pertaining to the mythology, folklore, literature, language, dance, music and art of ancient and modern Ireland
- (c) To encourage the circulation of historical material concerning Ireland—ancient and modern—and to use all forms of media in this connection.
- (d) To mark and suitably record the accomplishments of immigrants to the United States from Ireland and their descendants and their contribution to America and to promote the study of their assistance to the creation of our nations and their help in the formation of the new democracy and to use all forms of media in this connection.
- (e) To promote and preserve the principles of democracy as outlined in our Declaration of Independence, our Constitution and our Bill of Rights and to promote and encourage the application of those principles in the United States and in Ireland.
- (f) To promote the bonds of friendship between the people of Ireland and the United States. To aid and assist the struggling artist, writer, musician, sculptor, dramatist; to aid schools which are concerned with Irish cultural activities or libraries, or institutions of Ireland and the United States of America and to assist in the preservation of landmarks.
- (g) To encourage Americans and others interested in history or the arts to visit Ireland and view those ancient treasures and to encourage Irish citizens to visit such historic places in the United States as would demonstrate American commitment to the principles of democracy and the strong ties of blood and friendship between their two peoples.
- (h) To operate exclusively in any other manner for such educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V

Powers

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized, to raise funds by any legal means for the encouragement of its purpose; to acquire, hold, own, use, and dispose of real or personal property in connection with the purposes of the Corporation; to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized, and shall have such other powers as are granted to corporations not-for-profit under Florida Statutes and case law.

ARTICLE IV

Limitations

A. No earnings of the Corporation shall inure in whole or in part to the benefit of private individuals or its members, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation.

C. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations, as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

10. In the event that the Corporation is deemed to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1986, as amended, then:

1. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

2. The Corporation will not engage in any action of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

3. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

4. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

5. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

ARTICLE V

Distribution of Surplus on Liquidation

Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or among the members of the Corporation, but after making provision for the payment of all of the liabilities of the

Corporation, the remaining assets shall be distributed, as selected by the Board of Directors, to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE VI

Membership

The membership of the Corporation shall constitute all persons hereinafter named as incorporators and such other persons as, from time to time hereafter, may become members, in the manner provided in the By-Laws. The Board of Directors may invite to membership, in its sole and absolute discretion, those persons or organizations which it determines are committed to support the purposes of the Corporation. Membership in the Corporation shall not be transferrable to any person or organization for any reason.

ARTICLE VII

Incorporator

The name of the Incorporator of this Corporation is Michael Walshe and the address of said Incorporator is 632 South Military Trail, Deerfield, Florida 33442.

ARTICLE VIII

Officers

The affairs of the Corporation shall be managed by the Officers of the Corporation, consisting of a President, Secretary, Treasurer and such other Officers as shall be hereafter provided for in the By-Laws of the Corporation. The Officers of the Corporation shall be elected each year by vote of the Board of Directors. The Officers of the Corporation shall have the sole and exclusive right to manage the affairs of the Corporation, except as shall be

otherwise provided by law, these Articles of Incorporation, or the By-Laws of the Corporation, or as may be otherwise reserved to the Board of Directors.

ARTICLE IX

Board of Directors

A. The number of persons constituting the initial Board of Directors shall be three (3). The number of members of subsequent Boards shall be determined as provided in Paragraph C of this Article.

B. The names and addresses of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
RORY O'DWYER	5610 Northwest 12th Avenue Fort Lauderdale, Florida 33309
MICHAEL WALSH	632 South Military Trail Deerfield, Florida 33442
SHEILA HYNES	650 East Sample Road Pompano Beach, Florida 33064

C. The Directors of the Corporation may, in their discretion, by majority vote of the Directors present at a duly convened meeting of the Board of Directors, determine to increase or decrease the number of members of the Board of Directors, but in no event shall such number be less than three (3). In the event that a vacancy occurs on the Board, the Board of Directors shall elect, by majority vote, an individual to serve on the Board to fill such vacancy.

D. All powers of the Board of Directors in the management of the affairs of this Corporation shall be exercised by the Officers of the Corporation, except as shall be otherwise provided by law, these Articles of Incorporation, or the By-Laws of the Corporation, or as may be otherwise reserved to the Board of Directors.

E. Any powers of the Board of Directors in the management of the affairs of this Corporation may, at the discretion of the members, be exercised by the members of the Corporation.

ARTICLE X

By-Laws

By-Laws shall be adopted, altered, amended or repealed by majority vote of the Board of Directors and as provided in the By-Laws themselves. The By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

ARTICLE XI

Registered Office and Agent

The street address of the registered office of the Corporation is 650 East Sample Road, Pompano Beach, Florida 33064, and the name of the registered agent of the Corporation at that address is Michael Walshe.

IN WITNESS WHEREOF, the Incorporator has hereunto fixed his signature this 9TH day of AUGUST, 1996.




MICHAEL WALSH

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by MICHAEL WALSH, who is personally known to me or who presented to me a _____ as identification.

WITNESS my hand and official seal in DEERFIELD BEACH, Florida, this 7th day of AUGUST, 1996.

Nancy Marquis
Notary Public

 NANCY MARQUIS
MY COMMISSION # CC442579 EXPIRES
April 25, 1999
Typed, printed or stamped name of
Notary Public

My Commission Expires:



NANCY MARQUIS
MY COMMISSION # CC442579 EXPIRES
April 25, 1999
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, MICHAEL WALSHIE, hereby accept the appointment as the registered agent of
IRISH INSTITUTE, INC., as made in the foregoing Articles of Incorporation.



MICHAEL WALSHIE

Dated: 8/9/96_____

95 AUG 13 11:32 AM
STATE