

Charter Number Only

19800002939

Requestor's Name

Address

City

State

ZIP

Phone

ALLIANCE ONLY

100002529711--8
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***122.50 ***122.50

CORPORATION(S) NAME

Alliance Francaise des Palm
Beaches, Inc.

FILED
98 MAY 22 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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|--|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

cert. copy

98 MAY 20 AM 9:13
DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 20, 1998

EMPIRE

TALLAHASSEE, FL

SUBJECT: ALLIANCE FRANCAISE DES PALM BEACHES, INC.
Ref. Number: W98000011524

We have received your document for ALLIANCE FRANCAISE DES PALM BEACHES, INC.. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 398A00028271

98 MAY 22 AM 9:35
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
ALLIANCE FRANCAISE DES PALM BEACHES, INC.**

A Florida Not-For-Profit Corporation

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is ALLIANCE FRANCAISE DES PALM BEACHES, INC., which translated in English means FRENCH ALLIANCE OF THE PALM BEACHES, INC., a Florida Not-For-Profit Corporation.

ARTICLE II

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

ARTICLE III

The purposes for which the corporation is organized are as follows:

- A. To receive and to administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation and to give funds and property from time to time to other organizations to be used or held for use directly in carrying out one or more such purposes. Among these purposes are, 1) to encourage and further the knowledge of French culture, art, and language through presentations of uniquely or traditionally French cultural and folk activities, exhibiting and showcasing all disciplines of French art, and education in the French culture and language, 2) through such, to foster friendly relations between American and French people.
- B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.
- C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501 (c)(3) of the Code, with all powers conferred on not-for-profit corporations under the laws of the State of Florida.
- D. This corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV

Any person having an interest in the purpose and objectives of the corporation, paying dues as provided for in the By-Laws and agreeing to be bound by the Articles of Incorporation of this corporation, by its By-Laws and by such rules and regulations as the Directors may from time to time adopt, is eligible for membership in the corporation regardless of age, sex, race, or national, ethnic or cultural background. The Directors shall from time to time prescribe the form and manner in which application may be made for membership.

ARTICLE V

The street address of the initial principal office, initial registered office, and mailing address of this corporation is 170 Chilean Avenue, Palm Beach, Florida 33480, and the name of the registered agent of this corporation is Philippe Brian.

ARTICLE VI

The corporation will have four (4) directors initially. The number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than three (3). The names and addresses of the initial directors of this corporation, who shall serve until the earlier of the first election of Directors, or their resignation or removal, are:

1. Arlette Rigby, 1720 Ocean Boulevard, Manalapan, FL 33462
2. Nicole Hirsh, 2482 Players Court, West Palm Beach, FL 33414
3. Michelle Dick, P.O. Box 1121, Palm Beach, FL 33480
4. Philippe Brian, 170 Chilean Avenue, Palm Beach, FL 33480

THE MANNER IN WHICH THE DIRECTORS ARE ELECTED SHALL BE STATED IN THE BYLAWS.

ARTICLE VI

Upon dissolution of the corporation, assets 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 the Court of Competent Jurisdiction of the county in which the principal office of the corporation 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.

ARTICLE VII

No part of the net earnings of the corporation 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 in Article Three hereof. No substantial part of

the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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 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 corresponding section of any future federal tax code.

ARTICLE VIII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has signed these articles on May 15, 1998.

Philippe J. Brian, Incorporator
Philippe Brian

ACKNOWLEDGEMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation as the registered office, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Not-For-Profit Corporation Act relative to keeping open said office.

Philippe J. Brian
Philippe Brian
Registered Agent

FILED

98 MAY 22 AM 10:46

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**