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Division of Corporations

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## Florida Department of State

Division of Corporations

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Account Name : COONEY, WARD, LESHER & DAMON, P.A.  
Account Number : 072262000447  
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Fax Number : (561) 842-3626

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA NON-PROFIT CORPORATION**

**DARTMOUTH CLUB OF THE PALM BEACHES, INC.**

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**ARTICLES OF INCORPORATION  
OF  
DARTMOUTH CLUB OF THE PALM BEACHES INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber, desiring to form a corporation not for profit under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME AND ADDRESS**

The name of the corporation shall be **DARTMOUTH CLUB OF THE PALM BEACHES, INC.**, the mailing address of the principal place of business is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407. For convenience, the corporation is hereinafter referred to as the "Corporation."

**ARTICLE II  
DURATION AND COMMENCEMENT**

The duration of the Corporation shall be perpetual and the commencement of the corporate existence shall be as of the time of filing of the Articles of Incorporation.

**ARTICLE III  
PURPOSES AND POWERS**

The purpose for which the Corporation is organized and the general nature of the activities shall be: Social Club Meetings for college alumni (once per month).

- A. To have all of powers enumerated in Section 617.021, Florida Statutes;
- B. To carry out all the powers and duties vested in the Corporation pursuant to these Articles and By Laws of the Corporation;
- C. 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 exempt purposes set forth herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 by Florida law.

Prepared By:  
Philip H. Ward, III, Esq.  
Cooney, Ward, Leshner & Damon, P.A.  
4420 Beacon Circle, #100  
West Palm Beach, FL 33407  
(561) 842-3000; Fla. Bar #313998  
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**ARTICLE IV**  
**MEMBERSHIP AND ADMISSION**

Membership and manner of admission of members of the Corporation shall be as set forth in the By-Laws of the Corporation.

**ARTICLE V**  
**DISTRIBUTION OF ASSETS ON DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or other corresponding provision of any future United States Internal Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court in and for Palm Beach County, Florida, or such other Circuit Court 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 VI**  
**DIRECTORS**

A. The property, business and affairs of the Association shall be managed by a Board of Directors, which shall consist of as many persons as the Board of Directors shall from time to time determine but not less than three (3) nor more than nine (9) persons.

B. Original Board of Directors. The names and addresses of the first Board of Directors of the Association are as follows.

Philip H. Ward, III, Esq.  
Cooney, Ward, Leshner & Damon, P.A.  
4420 Beacon Circle, Suite 100  
West Palm Beach, Florida 33407

Mr. Frank L. Harrington, Jr.  
Trump Plaza, 17-F  
529 South Flagler Drive  
West Palm Beach, FL 33401

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Mr. Daniel Corbett  
14253 U.S. Highway One  
Juno Beach, FL 33408

C. The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws shall state the method of election of directors and may be altered, amended or repealed by the Membership in the manner set forth in the By-Laws.

**ARTICLE VII**  
**OFFICERS**

A. Subject to overall supervision of the Board of Trustees of the Corporation and to any special provisions of the By-Laws of the Corporation, the affairs of the Corporation are to be managed by the following officers (who will be elected at the annual meeting of the said Board of Trustees to be held at such time as may be determined by the By-Laws):

Philip H. Ward, III, Esq. President  
Cooney, Ward, Leshner & Damon, P.A.  
4420 Beacon Circle, Suite 100  
West Palm Beach, Florida 33407

Mr. Frank L. Harrington, Jr. Vice President  
Trump Plaza, 17-F  
529 South Flagler Drive  
West Palm Beach, FL 33401

Mr. Daniel Corbett Vice President  
14253 U.S. Highway One  
Juno Beach, FL 33408

President, one or more Vice Presidents; Secretary; and Treasurer. The office of Secretary and Treasurer may be held by one person.

B. The names and addresses of the persons to serve as officers until the first election of officers are as follows:

Philip H. Ward, III, Esq. President  
Cooney, Ward, Leshner & Damon, P.A.  
4420 Beacon Circle, Suite 100  
West Palm Beach, Florida 33407

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Mr. Frank L. Harrington, Jr.  
Trump Plaza, 17-F  
529 South Flagler Drive  
West Palm Beach, FL 33401

Vice President

Mr. Daniel Corbett  
14253 U.S. Highway One  
Juno Beach, FL 33408

Vice President

**ARTICLE VIII**  
**BY-LAWS**

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed by the Membership in the manner set forth in the By-Laws.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the Incorporator of the Association is:

Name

Address

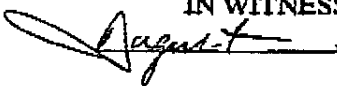
Philip H. Ward, III

4420 Beacon Circle, Suite 100  
West Palm Beach, Florida 33407

**ARTICLE X**  
**INITIAL REGISTERED OFFICE, AGENT AND ADDRESS**

The initial registered office of the Association shall be 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407, or such other place, within or without the state of Florida, as may be subsequently designated by the Board of Directors. The initial registered agent therein is Philip H. Ward, III.

IN WITNESS WHEREOF, the said Incorporator has hereunto set his hand this 17 day of August, 1998



Philip H. Ward, III, Incorporator

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STATE OF FLORIDA           )  
  )ss:  
COUNTY OF PALM BEACH    )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Philip H. Ward, III, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of August, 1998

Notary Public

Sign: Denise Marie Boone

Print: Denise Marie Boone



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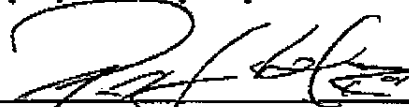
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First. **DARTMOUTH CLUB OF THE PALM BEACHES, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at County of Palm Beach, State of Florida, has named Philip H. Ward, III, located at 4420 Beacon Circle, Suite 100, West Palm Beach, Florida, as its agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties.

  
\_\_\_\_\_  
Philip H. Ward, III  
Registered Agent

Dated this 17 day of August, 1998.

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TALLAHASSEE, FLORIDA