

# N98000006587



**THE UNITED STATES  
CORPORATION**  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 034393 8739A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia P. [Signature]*

ORDER DATE : November 17, 1998

ORDER TIME : 11:39 AM

ORDER NO. : 034393-010

900002689319--9

CUSTOMER NO: 8739A

CUSTOMER: Gary S. Dunay, Esq  
SIEGEL LIPMAN DUNAY & SHEPARD,  
SIEGEL LIPMAN DUNAY & SHEPARD,  
Suite 801  
5355 Town Center Road  
Boca Raton, FL 33486

DOMESTIC FILING

NAME: ROYAL PALM SYMPHONY CHORUS AND  
ORCHESTRA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

2295-2555

W98-25902

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 17 PM 1:19

RECEIVED  
98 NOV 17 PM 12:10  
*[Signature]*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 17, 1998

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: ROYAL PALM SYMPHONY CHORUS AND ORCHESTA, INC.  
Ref. Number: W98000025902

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for ROYAL PALM SYMPHONY CHORUS AND ORCHESTA, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 798A00055282

RECEIVED  
98 NOV 19 AM 9:59  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
ROYAL PALM SYMPHONY CHORUS AND ORCHESTRA, INC.**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 17 PM 1:19

I, the undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, do hereby execute these Articles of Incorporation for the purpose of forming a corporation not-for-profit under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the Corporation is Royal Palm Symphony Chorus and Orchestra, Inc.

**ARTICLE II  
PURPOSES**

2.1 The purpose of this Corporation is to develop and promote a symphony orchestra of the highest quality for the citizens of South Florida.

2.2 Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable, religious, educational, and civic purposes, all for the public welfare, with emphasis on activities in the greater Boca Raton area.

**ARTICLE III  
MEMBERSHIP**

The Corporation will not have members.

**ARTICLE IV  
TERM OF EXISTENCE**

The term of existence of this Corporation is perpetual.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 17594 Lake Park Road, Boca Raton, Florida 33487, and the name of the initial registered agent of this Corporation at that address is Valerie Beaudoin de Roca.

**ARTICLE VI**  
**PRINCIPAL OFFICE**

The address of the principal office of this Corporation and the mailing address shall be as follows 17594 Lake Park Road, Boca Raton, Florida 33487.

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the Incorporator is Valerie Beaudoin de Roca, 17594 Lake Park Road, Boca Raton, Florida 33487.

**ARTICLE VIII**  
**DIRECTORS**

The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as initial directors are:

Valerie Beaudoin de Roca  
17594 Lake Park Road  
Boca Raton, Florida 33487

Marc-Philippe Beaudoin de Roca  
17594 Lake Park Road  
Boca Raton, Florida 33487

Sandra Simon  
17594 Lake Park Road  
Boca Raton, Florida 33487

The manner of election of the directors shall be as stated in the By-Laws.

**ARTICLE IX**  
**BY-LAWS**

Section 1. The initial By-Laws of the Corporation shall be adopted by a majority vote of the Board of Directors.

Section 2. The By-Laws may be made, amended or rescinded by a majority vote of the Board of Directors.

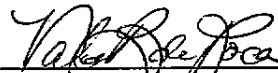
**ARTICLE X**  
**AMENDMENTS**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors.

ARTICLE XI  
NEGATION OF PECUNIARY GAIN

This Corporation is not organized for a pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends. No part of its net earnings shall inure to the benefit of, or be distributed to, any member, director, officer or other private persons; provided, however, that this shall not be construed to prohibit the payment by the Corporation of reasonable compensation for services rendered or to prohibit payments and distributions by the Corporation in furtherance of its purposes as described in Article II.

SUBSCRIBED to this 16 day of November, 1998.

  
\_\_\_\_\_  
Valerie Beaudoin de Roca, Incorporator

**DESIGNATION OF REGISTERED AGENT  
FOR  
ROYAL PALM SYMPHONY CHORUS AND ORCHESTRA, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 17 PM 1:19

Pursuant to Section 617.0501, Florida Statutes, the following is submitted:

Royal Palm Symphony Chorus and Orchestra, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named Valerie Beaudoin de Roca located at 17594<sup>th</sup> Lake Park Road, City of Boca Raton, County of Palm Beach, State of Florida, as its registered agent for service of process within this State.

**ACKNOWLEDGEMENT:**

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 proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 617.0501, Florida Statutes.



\_\_\_\_\_  
Valerie Beaudoin de Roca