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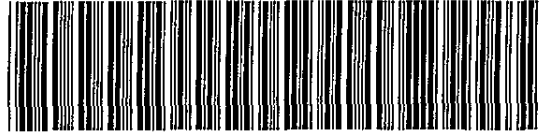
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PATRICK J. GOGGINS, P.A.

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305.530.8500 • fax 305.530.8557
pgoggins@projectlaw.com • www.projectlaw.com



March 17, 2003

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

Re: Emerald Society of Coconut Grove, Inc.

Dear Division of Corporations representative:

Enclosed please find one (1) original and one (1) copy of the articles of incorporation, and a check in the amount of Eighty Seven and 50/100 Dollars (\$87.50) for the filing fee, and a certified copy, and a certificate of status. Thank you for your prompt assistance with this matter.

Sincerely,

Patrick J. Goggins

encl
VIA USPS
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ARTICLES OF INCORPORATION

The undersigned incorporator to these Articles of Incorporation, hereby forms a Not For Profit Corporation for profit pursuant to the Corporations Act and other laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be: **Emerald Society of Coconut Grove, Inc.** (the "Corporation").

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be:

3035 Fuller Street
Coconut Grove, FL 33133

ARTICLE III CORPORATE PURPOSE

The Corporation is hereby organized for the charitable purpose, beneficial to the public interest, of promoting Irish-American society, culture, and education, and any activities in support thereof, such as the right to: (a) adopt and use a corporate seal; (b) adopt, amend and repeal by-laws; (c) do business in other states; (d) make donations to non-profit organizations; (e) operate pension plans for employees; (f) make loans to shareholders, directors and employees pursuant to Florida law; and (g) participate in joint ventures with other persons, and trusts and corporations. The Corporation will not substantially engage in activities that are not related to furthering the charitable purposes for which the Corporation was formed, or bestow special benefits on particular individuals rather than the public at large.

ARTICLE IV MANNER OF APPOINTMENT OF DIRECTORS

The Directors of the Corporation shall be appointed in the manner set forth in the by-laws of the Corporation.

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SECRETARY OF STATE
FLORIDA

**ARTICLE VI
INITIAL DIRECTORS**

The Corporation shall have six (6) directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The name and address of the initial directors of the Corporation are:

Christopher Carroll
3035 Fuller Street
Coconut Grove, FL 33133

Ryan Clement
3035 Fuller Street
Coconut Grove, FL 33133

Thomas Fitzgerald
3035 Fuller Street
Coconut Grove, FL 33133

Patrick J. Goggins
3035 Fuller Street
Coconut Grove, FL 33133

Alan P. Layng
3035 Fuller Street
Coconut Grove, FL 33133

Kevin T. Moynihan
3035 Fuller Street
Coconut Grove, FL 33133

**ARTICLE VI
INITIAL REGISTERED AGENT**

The name and Florida street address of the initial registered agent of the Corporation shall be:

Patrick J. Goggins, P.A.
200 South Biscayne Blvd., Suite 5100
Miami, FL 33131

**ARTICLE VI
CORPORATION'S EFFECTIVE DATE**

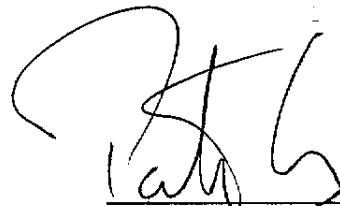
The Corporation's existence shall become effective as of March 17, 2003.

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Patrick J. Goggins
3035 Fuller Street
Coconut Grove, FL 33133

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 17th day of March, 2003.



PATRICK J. GOGGINS

**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH: That **Emerald Society of Coconut Grove, Inc.**, desiring to organize under the laws of the State of Florida, which will have its principal offices in Florida, has named Patrick J. Goggins, P.A., located at the 200 South Biscayne Blvd., Suite 5100, Miami, FL 33131, as its agent to accept service of process within this state.

Dated this 17th day of March, 2003.

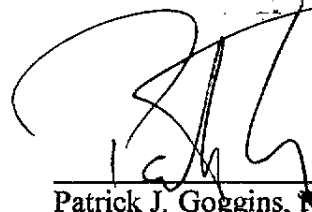


PATRICK J. GOGGINS

ACKNOWLEDGEMENT: Having been named registered agent and to accept service of process for the above-named Corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with

the provisions of all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as registered agent

Dated this 17th day of March, 2003.



Patrick J. Goggins, Registered Agent

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03 MAR 19 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA