

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of PALM CITY ART ASSOCIATES, INC., a Florida corporation, filed on June 8, 2000, as shown by the records of this office.

The document number of this corporation is N00000003910.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Fifteenth day of June, 2000



CR2EO22 (1-99)

*Katherine Harris*

Katherine Harris  
Secretary of State

**ARTICLES OF INCORPORATION**  
**OF**  
**PALM CITY ART ASSOCIATES, INC.**  
**A FLORIDA NOT-FOR-PROFIT CORPORATION**

FILED  
00 JUN - 8 AM 10:35  
STATE OF FLORIDA  
TALLAHASSEE

ARTICLE I

NAME

The name of this corporation shall be:

**PALM CITY ART ASSOCIATES, INC.**

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

- A. This Corporation is organized exclusively for pleasure, recreation and other non-profitable purposes within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986 (or any successor section).
- B. Notwithstanding any other provision contained in these Articles of Incorporation, this Corporation shall not conduct any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or successor section.
- C. Notwithstanding any other provision contained in these Articles of Incorporation, no substantial part of the corporation's activities shall consist of attempting to influence legislation by propaganda, or otherwise attempting to influence legislation in any fashion not permitted under applicable Treasury Regulations. The Corporation shall not participate in, or intervene in (including the publishing or distribution of

*\* See November 16, 2001 Amendment - corrected to SECTION 501 (C) (3)*

statements) any political campaign on behalf of any candidate for public office and shall further comply with the requirements of all applicable Treasury Regulations.

- D. This Corporation, not for profit, shall have the power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property of whatever kind and description and wherever situated, or with any estate or interest, legal or equitable, in the property, or to borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all other acts as are necessary or convenient to carry out the purposes set forth in these Articles.
- E. This Corporation, not for profit, may conduct and transact any activity lawfully authorized and not prohibited by Chapter 617, Florida Statutes, entitled "The Florida Not For Profit Corporation Act", as the same may be, from time to time, amended.

#### ARTICLE IV

##### MEMBERSHIP

A. This Corporation is authorized to issue membership in this Corporation as authorized in Section 617.0601 of the Florida Statutes. The qualifications for members and the manner of their admission will be regulated by the Bylaws of the Corporation.

#### ARTICLE V

##### ADDRESS OF PRINCIPAL OFFICE

The mailing address of this corporation shall be:

P. O. Box 107  
Palm City, FL 34991

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

853 SE Monterey Commons Boulevard  
Stuart, FL 34996

The name of the initial registered agent of this corporation at that address is:

JAMES SOPKO

ARTICLE VII

DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than three (3). The qualifications of members of the Board of Directors and the manner of their election will be prescribed by the By-Laws of the corporation. The names and addresses of the initial Directors of this corporation are:

1. Patricia W. Thornton  
1817 SW Autumnwood Way  
Palm City, FL 34990
2. Elizabeth G. Betes  
4911 SW Parkgate Boulevard  
Palm City, FL 34996
3. Sullivan W. Jones  
1944 SW Capri Street  
Palm City, FL 34990
4. Lesley D. Larkin  
12 Admirals Walk  
Sewalls Point, FL 34996

ARTICLE VIII  
INCORPORATOR

The names and addresses of the persons signing these articles are:

James Sopko  
853 SE Monterey Commons Boulevard  
Stuart, FL 34996

ARTICLE IX  
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the members and approved at a members' meeting by at least a majority of the membership entitled to vote, unless all of the directors and all of the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X  
LIMITATION ON THE DISTRIBUTION OF  
CORPORATE ASSETS AND NET EARNINGS

- A. No part of the Corporation's net earnings shall inure to the benefit of, or be distributable to, its directors, members, officers or other private individuals as prescribed in applicable Treasury Regulations, provided, however, the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this Corporation.
- B. In the event of the Corporation's dissolution, the Corporation's residual assets will be
  - (i) distributed for one or more exempt purposes for which this Corporation was organized, (ii) turned over to one or more organizations which are exempt as

organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or Successor Sections, or (iii) distributed to Federal, State, or local government exclusively for public purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of June, 2000.

  
James Sopko

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, JAMES SOPKO, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 6th day of June, 2000.

  
James Sopko  
Registered Agent