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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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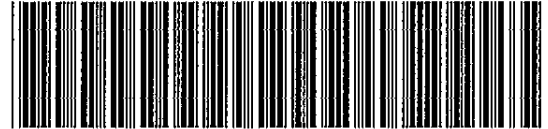
(Business Entity Name)

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RECEIVED
03 AUG 25 AM 10:14
DIVISION OF CORPORATION

FILED
03 AUG 25 AM 1:51
STATE
TALLAHASSEE, FLORIDA

Charter Number Only

VALIDATION ONLY

8/21

John Maine

Requestor's Name

8181 NW 36th St #6A

Address

MIAMI, FL 33166

City

State

ZIP

Phone

(305) 477-1141A

CORPORATION(S) NAME

Florida Historical Performance Company, Inc.

☐ Profit

☒ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

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Examiner

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Verifier

Acknowledgment

W.P. Verifier

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Empire Toll Free: 1-800-432-3028

Articles of Incorporation of
FLORIDA HISTORICAL PERFORMANCE COMPANY, INC.,
a Florida nonprofit corporation

FILED
03 AUG 25 AM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE. NAME

The name of this corporation is FLORIDA HISTORICAL PERFORMANCE
COMPANY, INC.

ARTICLE TWO. STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized exclusively and
solely for cultural, educational and charitable purposes pursuant
to the Florida Not For Profit Corporation Act.

ARTICLE THREE. PURPOSES

The specific and primary purpose for which this corporation is
formed is the creation and presentation of historically accurate
theatrical productions which recreate and demonstrate the cultural
history of the Caribbean region and of the Southern United States
of America. These performances will be made available to adult and
student audiences, along with suitable educational components.

The general purposes for which this corporation is formed are
to operate exclusively for such cultural, educational and
charitable purposes as will qualify it as an exempt organization
under Section 501(c)(3) of the Internal Revenue Code of 1954 or
corresponding provisions of any subsequent federal tax laws,
including, for such purposes, the making of distributions to
organizations qualifying as tax-exempt organization under that
Code.

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. Despite any other provisions 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 (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE FOUR. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to its specific and general cultural, educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or future member (if any), or to the benefit of any private individual.

ARTICLE FIVE. MEMBERSHIP

The corporation shall have no membership distinct from the board of directors. The board of directors may, but is not required to, establish through By-laws a membership in the future. The form and manner of any such membership shall be contained in future By-laws.

ARTICLE SIX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

(a) **Registered.** The street address of the initial registered office of the corporation is 4290 SW 14th Street, Miami, Miami-Dade County, State of Florida 33134. The name of the initial registered agent at such address is KYLE SIEBRECHT.

(b) **Official/Mailing Address.** The day-to-day and mailing address of the corporation is 1825 Ponce de León Boulevard #309, Coral Gables, Florida 33134.

ARTICLE SEVEN. INCORPORATOR

The name and address of the incorporator of this corporation is KYLE SIEBRECHT, 4290 SW 14th Street, Miami, Florida 33134.

ARTICLE EIGHT. MANAGEMENT OF CORPORATE AFFAIRS

(a) **Board of Directors.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three (3); provided, however, that such number (not less than three, unless otherwise permitted by future Florida law) may be changed by bylaw duly adopted by the directors.

Annual meetings shall be held at the principal office of the corporation or at such other place/s as the Board of Directors may designate from time to time by resolution or written statement.

(b) **Corporate Officers.** The board of directors shall appoint the following officers: President/Executive Director, Treasurer, and Secretary and such other officers as the Bylaws of this

corporation may authorize the directors to appoint from time to time. Such officers shall be initially confirmed at the first meeting of the board of directors.

(c) **Initial Directors and Officers.** There shall be three (3) directors constituting the initial board of directors. The name and address of each person who is to serve as an initial director and officer is :

1. KYLE SIEBRECHT, Director/Chair and President/Executive Director, 4290 SW 14th Street, Miami, Florida 33134.
2. PAULA MOYE, Director and Treasurer, 800 West Avenue, Apt. 517, Miami Beach, Florida 33139...
3. LYNN M. SMITH, Director and Secretary, P.O. Box 490, Key West, Florida 33041...


ARTICLE TEN. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation organized and operated exclusively for cultural, educational or charitable purposes which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE ELEVEN. DURATION

This corporation is to have perpetual existence starting on the date that these Articles are filed with and by the Florida Department of State.

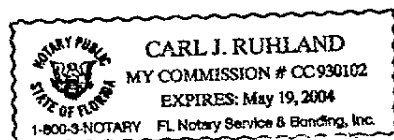
I, the undersigned, being the sole Incorporator of this corporation - FLORIDA HISTORICAL PERFORMANCE COMPANY, INC. - for the purpose of forming this nonprofit cultural, educational and charitable corporation under the Law of the State of Florida, have executed these Articles of Incorporation (5 pages, including this one) on August 14, 2003.

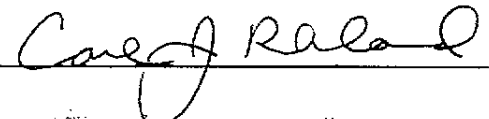

KYLE SIEBRECHT, Incorporator

SWORN TO AND SUBSCRIBED, the Articles of Incorporation of FLORIDA HISTORICAL PERFORMANCE COMPANY, INC., a Florida non-profit corporation, before me on 8-14-03, by:

KYLE SIEBRECHT


X who is personally known to me OR _____ who produced this identification: _____



notary: 

ACCEPTANCE BY REGISTERED AGENT

I herewith accept the appointment as registered agent, at the office, as indicated in Article Six of the Articles of Incorporation, of FLORIDA HISTORICAL PERFORMANCE COMPANY, INC., a Florida non-profit corporation.


KYLE SIEBRECHT, as registered agent