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Robert G. Cuff

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February 2, 2004

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

Re: Articles of Incorporation of Artz Work, Inc.

\_\_\_\_\_

To Whom It May Concern:

Enclosed please find the Articles of Incorporation of Artz Work, Inc and a check in the amount of \$78.75 to pay for the filing fees associated with this document.

Please return a certified copy of this document to the above address, attention Robert G. Cuff.

Sincerely

Thank you for your assistance in this matter.

Robert G. Cuff

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#### ARTICLES OF INCORPORATION

OF

#### ARTZ WORK, INC.

#### A FLORIDA CORPORATION NOT FOR PROFIT

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#### ARTICLE I. NAME

The name of the corporation is:

Artz Work, Inc.

#### ARTICLE II. EFFECTIVE DATE AND DURATION

These Articles of Incorporation shall become effective upon the date of their execution and acknowledgment, provided these Articles are filed by the Department of State within five (5) days of their signing and acknowledgment. If not, these Articles shall become effective upon the date they are filed by the Department of State. The duration of the corporation shall be perpetual.

#### ARTICLE III. PURPOSES

This corporation is organized exclusively for charitable and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code. Programs of the corporation which meet the requirements of the foregoing sentence may include, without limitation, administering concerts, art shows, theater, dance performances, and other cultural events for the community and developing opportunities for art-related education in the community.

#### ARTICLE IV. DISTRIBUTION OF EARNINGS

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 purposes set forth in Article III. hereof. 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 or in opposition to 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 (a) by a corporation exempt from federal income tax under Section 501(3)(c) of the Internal Revenue Code, or the corresponding section of any future federal tax 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 federal tax code. Notwithstanding any other provision of these Articles, this corporation shall not, except to an

insubstantial degree, engage in any activities or exercise any powers that are not furtherance for purposes of this corporation.

The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section for any future federal tax code.

The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or the corresponding section of any future tax code.

#### ARTICLE V. DISTRIBUTIONS ON DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section for any future federal tax code, or shall be distributed to the federal government, or to a state of local government, for a public purpose. Any assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county 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. MEMBERS

The qualification of members and the manner of their admission shall be as regulated by the Bylaws.

#### ARTICLE VII. REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the corporation is 156 Florida Park Drive, Palm Coast, Florida 32137. The name of the initial Registered Agent of the corporation is William Bellamy.

#### ARTICLE VIII. PRINCIPAL OFFICE

The street address of the principal office of the corporation is 156 Florida Park Drive, Palm Coast, Florida 32137.

#### ARTICLE IX. DIRECTORS

The numbers of persons constituting the first Board of Directors shall be at least three and their names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>		
Bill Bellamy	53 Woodward Lane, Palm Coast, FL 32164		
Julie Gullikson	2 Creek Ct., Palm Coast, FL 32137		
Evelyn Clickard	19 Cleveland Ct., Palm Coast, FL 32137		
Jerusha Logan	4 Capri Court, Palm Coast, FL 32137		

The Board of Directors must consist of three or more individuals, but the number of Directors may be changed from time to time as provided in the Bylaws.

#### ARTICLE X. FIRST OFFICERS

The officers and directors are elected as stated in the Bylaws. The names and addresses of the officers who shall serve until the first election are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Bill Bellamy	53 Woodward Lane, Palm Coast, FL 32164
1st Vice President	Julie Gullikson	2 Creek Ct., Palm Coast, FL 32137
Secretary	Evelyn Clickard	19 Cleveland Ct., Palm Coast, FL 32137
Treasurer	Jerusha Logan	4 Capri Court, Palm Coast, FL 32137

#### ARTICLE XI. INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows:

Robert G. Cuff, 170 Malaga St., Suite A, St. Augustine, Florida 32084.

	the undersigned Incorporator does hereby execute and
acknowledge these Articles this9	day of <u>Vanuary</u> , 2004.
	By: Shur Jell
STATE OF FLORIDA	
COUNTY OF ST. JOHNS	
	acknowledged before me this 9th day of VANUARY 2004
	corporation, who is ☑ personally known to me or ☐ has
producedas ident	ification, and who did/did not take an oath.
_	Masy Syme Su But
1	Notary Public, State of Plorida
1	Name:
	My Commission Expires
ľ	Mary Lynna DuPont  Mary Lynna DuPont  Mary Lynna DuPont  Notery Public, State of Florida  Notery Public, State of Lynna 2 2004
	Netery Public State June 2, 2004  My commission expires June 2, 2004  Commission No CC924561

### CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, William Bellamy is hereby designated as Registered Agent and 156 Florida Park Drive, Palm Coast, Florida 32137 as the street address of its Registered Office, respectively, for Service of Process within the State of Florida.

Incorporator

#### ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as Registered Agent of Artz Work, Inc. for Service of Process within the State of Florida.

Name: William Reliamy