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CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Gulfshore Playhouse, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION
OF
GULFSHORE PLAYHOUSE, INC.**

In Compliance with Chapter 617, F.S., (Not for Profit)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I NAME

The name of the corporation shall be:

Gulfshore Playhouse, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

410 Bayfront Place, #2501, Naples, Florida 34102-6466

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

- (a) To foster and facilitate the preservation of the Arts;**
- (b) To inform the community on the purpose and value of cultivating and supporting new theatrical art and artists; and**
- (c) To produce high quality theatrical productions for Naples and Southwest Florida utilizing both local and international talent to expose the residents of Naples and Southwest Florida to new and time honored plays and musicals.**

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The directors shall be elected or appointed as set forth in the corporation's bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List names, addresses and specific titles:

**John Crider, 410 Bayfront Place, #2501, Naples, Florida 34102-6466 – Director;
Kristen Coury, 620 McDaniel, Sun City Center, Florida 33573 – Director; and
Patrick J. Ricci, 26 Marcel Road, Clifton Park, New York 12065 – Director.**

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

John Crider, 410 Bayfront Place, #2501, Naples, Florida 34102-6466.

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

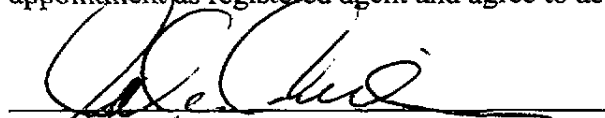
Kristen Coury, 620 McDaniel, Sun City Center, Florida 33573

ARTICLE VIII INDEMNIFICATION OF DIRECTORS AND OFFICERS

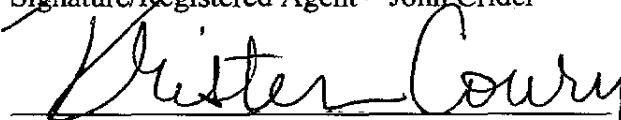
The Directors and Officers shall be indemnified as follows:

- (a) The corporation shall indemnify its officers and directors against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by its officers and directors in connection with any threatened, pending or contemplated action, suit or proceeding, whether civil or criminal, administrative or investigative, brought against such officers or directors by reason of any action taken by such officers or directors, if such action taken in good faith or in a manner such officers or directors reasonably believed to be in or not opposed to the best interest of the corporation, and with respect to any criminal action or proceeding, if such directors or officers had no reasonable cause to believe such conduct was unlawful.
- (b) Any indemnification hereunder shall be only on a determination by a majority of disinterested members of the Board of Directors that indemnification is proper in the particular circumstances because the party to be indemnified has met the applicable standard of conduct. The determination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent, shall not, or itself, create a presumption that the party did not meet the application standard of conduct.
- (c) The indemnification provided for herein shall continue as to any person who has ceased to be an Officer or Director, and shall inure to the benefit of the heirs, executors, and administrators of such person.
- (d) In addition to any indemnification provided for herein, the corporation shall have the power to make any other further indemnification, except an indemnification against gross negligence or willful misconduct, under any resolution of agreement duly adopted by a majority of disinterested directors of the corporation.
- (e) The corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was an Officer or Director of the corporation, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the corporation would have authority to indemnify him or her against such liability under the provision of these Articles of Incorporation, the corporation bylaws or under law.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent – John Crider

5/15, 2004


Signature/Incorporator – Kristen Coury

5/10, 2004

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TALLAHASSEE, FLORIDA