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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Law Offices

SCOTT DAVID KRUEGER, CHARTERED

A Professional Corporation

MERIDIEN CENTRE
2750 NORTHWEST 43RD STREET, SUITE 201
POST OFFICE BOX 357099
GAINESVILLE, FLORIDA 32635

GAINESVILLE (352) 376-3090
OCALA (352) 732-4405
FACSIMILE (352) 377-1580

February 24, 2006

*Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301*

Via FedEx 2nd day delivery

Re: R G Theatre Productions, Inc.

To whom it may concern:

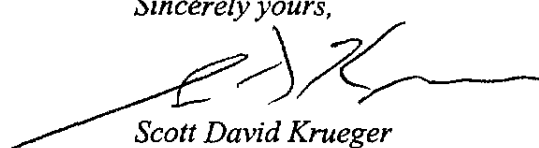
Enclosed please find an original and one copy of the Articles of Incorporation for the above named company, as well as a certificate designating Registered Agent/Registered Office, together with our check in the amount of \$70.00 to cover the following costs:

<i>Filing Fee</i>	<i>\$ 35.00</i>
<i>Registered Agent</i>	
<i>Designation Fee</i>	<i><u>35.00</u></i>
<i>Total</i>	<i><u>\$ 70.00</u></i>

Your prompt response in return of a confirmation of the filing is appreciated.

Thank you for your assistance in this matter.

Sincerely yours,



Scott David Krueger

enclosures

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 1, 2006

SCOTT DAVID KRUEGER
MERIDIEN CENTER
2750 NORTHWEST 43RD STREET, SUITE 201
GAINESVILLE, FL 32635

SUBJECT: RG THEATRE PRODUCTIONS, INC.
Ref. Number: W06000010046

We have received your document for RG THEATRE PRODUCTIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring
Document Specialist
New Filing Section

Letter Number: 306A00014336

**ARTICLES OF INCORPORATION
OF
RG THEATRE PRODUCTIONS, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

Name. The name of this corporation is "RG Theatre Productions, Inc." The period of its duration is perpetual, effective **February 20, 2006**. The initial principal place of business and mailing address of this corporation shall be:

726 Northeast 1st Street
Gainesville, Florida 32601

The bylaws may provide for relocation of the principal office or mailing address to any other address.

ARTICLE II

Nonprofit. The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

ARTICLE III

Purpose. The Corporation is organized, and shall be operated exclusively for, the betterment of theater and literary arts and its education, and is intended to be classified as an organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

The Corporation shall have the power to exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the

foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donated or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

Further, the Corporation shall have the authority to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

Limitations. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but 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 (Purposes) hereof.

ARTICLE V

Members. The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Name	Address
Robert Rush	726 Northeast 1st Street Gainesville, Florida 32601
Pat Abate	726 Northeast 1st Street Gainesville, Florida 32601
Marian Rush	726 Northeast 1st Street Gainesville, Florida 32601

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 2750 Northwest 43rd Street, Suite 201, Gainesville, Florida 32606, and the name of its initial Registered Agent at that address is Scott David Krueger.

ARTICLE VII

Initial Board of Directors. The management of the corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is three. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Directors annually. The Bylaws may provide for *ex officio* and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Corporation is as follows:

Name	Address
Robert Rush	726 Northeast 1st Street Gainesville, Florida 32601
Pat Abate	726 Northeast 1st Street Gainesville, Florida 32601

Marian Rush

726 Northeast 1st Street
Gainesville, Florida 32601

ARTICLE VIII

Officers. The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

ARTICLE IX

Incorporator. The name and address of the Incorporator is Scott David Krueger, 2750 Northwest 43rd Street, Suite 201, Gainesville, Florida 32606

ARTICLE X

Bylaws. The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XI

Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of

Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE XII

Taxation Limitation. Notwithstanding any other provision of these articles, this organization shall not carry on any 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 the corresponding provision of any future United States Internal Revenue law.

ARTICLE XIII

Dedication of Assets. The Corporation dedicates all assets which it may acquire to the purposes set forth under these Articles hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any future law, or to the federal government or to a state or local government for the exclusive public purpose.

ARTICLE IX

Nonstock Basis. This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock; the Corporation may, nonetheless, issue membership certificates.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 24th day of February, 2006.


SCOTT DAVID KRUEGER

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority, personally appeared **Scott David Krueger**, is
personally known to me (yes ☒ no ☐) or has produced _____ as identification and who
acknowledged to and before me that he executed such instrument.

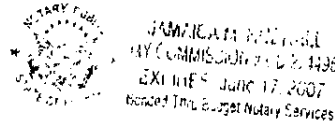
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of February,
2006.


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

Printed Name: Jamaica M. Hudnall

My Commission Expires:

doc:jam/aa:00:rush-bob\rgthreatre\r005_incorp.art



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

In pursuance to the provisions of section 607.0501, Florida Statutes, the following is submitted in designating the registered agent and registered office in the state of Florida.

That "**R G Theatre Productions, Inc.**", desiring to organize under the laws of the State of Florida, has named the following, who is located at the address indicated, as its agent to accept service of process within this state:

SCOTT DAVID KRUEGER
2750 NORTHWEST 43RD STREET, SUITE 201
GAINESVILLE, FLORIDA 32606

ACKNOWLEDGMENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 I am familiar with and accept the obligations of my position as registered agent.


Scott David Krueger

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SECRETARY OF STATE
TALLAHASSEE FLORIDA