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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

V HERRING
NOV 23 2016

COVER LETTER

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

SUBJECT: Clamour Theatre Company, Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☑ $70.00 Filing Fee	☐ $78.75 Filing Fee & Certificate of Status	☐ $78.75 Filing Fee & Certified Copy	☐ $87.50 Filing Fee, Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: Elaine Smith
Name (Printed or typed)

63 Swimming Pen Dr.
Address

Middleburg, FL 32068
City, State & Zip

904-644-7190
Daytime Telephone number

Esmith591@gmail.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: Clamour Theatre Company, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal **street** address:

63 Swimming Pen Dr

Middleburg, FL 32068

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Section 1. The Corporation is organized as a not-for-profit corporation exclusively for charitable, social, educational and cultural purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any corresponding provision of any future federal tax code) (the "Code").

Section 2. Without limiting the generality of the purposes specified in Section 1 above, the specific purposes of the Corporation shall be to:

a) inspire and nurture a love for theatre in Northeast Florida;

b) educate and challenge a diverse community with theatrical productions of new and classic plays and musicals; and

c) train and support aspiring theatre artists of all ages, genders and ethnicities through exposure to and involvement with theatrical experiences.

Section 3. In carrying out its purposes, the Corporation may receive gifts and grants of money or property, invest and reinvest assets and funds, collect income and disburse funds to any person or organization, public or private. Notwithstanding the foregoing, no part of the net earnings of this Corporation or the assets of this 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 the Statement of Purpose hereof. The property of this corporation is irrevocably dedicated to those purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefits of any private individual.

Section 4. Notwithstanding any other provisions of these Articles of Incorporation to the contrary, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code and its regulations as they now exist or as they may hereafter be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and its regulations as they now exist or as they may hereafter be amended.

Section 5. 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed:

Each person named in the Articles of Incorporation as a member of the Board of Directors will hold office until the next annual meeting of the Board of Directors or until such person's successor is elected and qualified according to the Corporation's By-Laws or until such person's earlier resignation, removal from office, or death.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Elaine Smith, President

Address: 63 Swimming Pen Dr.
Middleburg, FL 32068

Name and Title: Kerry Reardon, Vice President

Address: 2279 South Brook Dr.
Fleming Island, FL 32003

Name and Title: Lynne Shannon Miller, Director

Address: 1501 Shelter Cove Dr.
Fleming Island, FL 32003

Name and Title:

Address:

Name and Title:

Address:

Name and Title:

Address:

Name and Title:

Address:

Name and Title:

Address:

Name and Title:

Address:

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** (P.O. Box **NOT** acceptable) of the registered agent is:

Name: Elaine Smith

Address: 63 Swimming Pen Dr.
Middleburg, FL 32068

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: Elaine Smith

Address: 63 Swimming Pen Dr.
Middleburg, FL 32068

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: January 1, 2017 . (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

ARTICLE IX DISSOLUTION

Upon the dissolution of the corporation (Clamour Theatre Company, Inc.), 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 of any future federal tax code. Any Assets not so disposed shall be disposed by a court of competent jurisdiction of the county in which the principal office of the corporation is located. Disposal shall be made exclusively for exempt or public purposes, or be made to such organization or organizations as the court shall determine to be organized exclusively for such purposes.

ARTICLE X AMENDMENT

These Articles of Incorporation may be modified, amended, or rescinded only by a majority vote of the Board of Directors.

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

Required Signature of Registered Agent — Date: 11/18/16

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Required Signature of Incorporator — Date: 11/18/16

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