

N00000000 1986

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- CINDERELLA PROJECT, INC.

2-

3-

4-

FILED
00 MAR 27 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-03/22/00--01070--005
*****78.75 *****78.75

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

TSWTH MAR 27 2000

Examiner's Initials

W-7762



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 23, 2000

ATTORNEYS' TITLE
660 E. JEFFERSON ST.
TALLAHASSEE, FL 32301

SUBJECT: CINDERELLA PROJECT, INC.
Ref. Number: W00000007762

We have received your document for CINDERELLA PROJECT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 700A00016113

RECEIVED
00 MAR 27 AM 9:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

ARTICLES OF INCORPORATION

OF

CINDERELLA PROJECT, INC.

A Florida Not-For-Profit Corporation

FILED
00 MAR 27 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation (the "Corporation") under the provisions of Chapter 617 of the Florida Statutes, hereby agree to the following:

ARTICLE I - NAME

The name of the Corporation shall be CINDERELLA PROJECT, INC.

ARTICLE II - PURPOSES

Section 1. The Corporation has been organized exclusively for tax-exempt purposes within the scope of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code").

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

A. To raise funds and gifts in kind to support a program to assist financially challenged elementary and secondary school students to attend extra curricular school sponsored events.

B. To establish policies and guidelines to attain the foregoing objectives.

C. The Corporation shall distribute its income for each taxable year at such time and in such manner so as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

D. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

E. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the code.

F. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code.

G. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE III - POWERS

Except as limited by these Articles of Incorporation, the Corporation shall have and may exercise all rights, powers and privileges in furtherance of its purposes as are now or may hereafter be conferred on not-for-profit corporations under the laws of the State of Florida.

ARTICLE IV - LIMITATIONS ON ACTIVITIES

Section 1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Member, a family member or employee of any Member, a Director or officer of the Corporation or any other private individual affiliated with the Corporation, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes. No Member, Director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation; provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon any not-for-profit corporation described in Section 501(c) of the Code and specified in section 3 below. No 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 any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

Section 2. Notwithstanding any other provision of these Articles of Incorporation, 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, or by an organization contributions to which are deductible under Section 170 of the Code.

Section 3. Upon the dissolution of the Corporation, the Board of Directors of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organizations organized and operated exclusively for such purposes as shall at the time qualify as an organization exempt from taxation under Section 501(c) of the Code, as the Board of Directors of the Corporation shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such purposes, or to such organization or organizations organized and operated exclusively for such purposes, as said court shall determine.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE OF CORPORATION

The principal office of the Corporation shall be 777 Alderman Road, Palm Harbor, Florida 34683.

ARTICLE VII - MAILING ADDRESS OF CORPORATION

The mailing address of the Corporation shall be 777 Alderman Road, Palm Harbor, Florida 34683.

ARTICLE VIII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 777 Alderman Road, Palm Harbor, Florida 34683.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Pamela Seligman.

ARTICLE IX - MEMBERS OF THE CORPORATION

Section 1. The identity and number of Members as well as qualification for membership shall be in accordance with such policies and guidelines as may be established from time to time by the Board of Directors of the Corporation in its Bylaws.

Section 2. The Members shall not have the right to vote or otherwise participate in the business and affairs of the Corporation. Other rights, privileges and benefits of Members shall be determined by the Board of Directors in the Bylaws of the Corporation. The management of the Corporation shall be reserved to its Board of Directors.

ARTICLE X - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors.

Section 2. The Members of the initial Board of Directors of the Corporation, who shall serve until the organizational meeting of the Corporation held by the Board of Directors following the filing of these Articles of Incorporation, shall consist of three (3) individuals whose

names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Jennifer Ditro, Chairman	777 Alderman Road Palm Harbor, Florida 34683
Pamela Seligman	777 Alderman Road Palm Harbor, Florida 34683
Catherine Westover	777 Alderman Road Palm Harbor, Florida 34683

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than three (3).

Section 4. Directors shall be elected, removed and hold office as provided in the Bylaws.

ARTICLE XI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at the organizational meeting of the Corporation held by the Board of Directors designated in Article X above following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors in accordance with the provisions of the Bylaws.

ARTICLE XII - AMENDMENTS

Section 1. The power to alter, amend or repeal these Articles of Incorporation may be exercised by the Board of Directors of this Corporation.

ARTICLE XIII - INCORPORATOR

The name and address of the incorporator is:

Name

Address

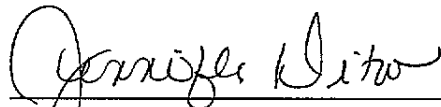
Jennifer Ditro

777 Alderman Road
Palm Harbor, Florida 34683

ARTICLE XIV - INDEMNIFICATION

The Corporation shall indemnify each incorporator, Director and officer of the Corporation to the full extent permitted by law.

IN WITNESS WHEREOF, for purposes of forming a not-for-profit corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 21st day of March, 2000.




Jennifer Ditro, Incorporator,
Chairman of the Board

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the following corporation, organized under the laws of the State of Florida, submits this statement for the purpose of designating the registered office/registered agent in the State of Florida and evidencing the registering agent's acceptance of that position.

1. The name of the Corporation is: CINDERELLA PROJECT, INC.
2. The name and address of the
registered agent and office is: Pamela Seligman
777 Alderman Road
Palm Harbor, Florida 34683

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.



Pamela Seligman, Registered Agent

DATE: March 21, 2000

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00 MAR 27 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA