

TRANSMITTAL LETTER

NO1000003584

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

FILED
01 MAY 16 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: STATE Non-PROFIT GROUP, INC APPLICATION
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

500004221325--1
-05/16/01--01139--013
*****78.75 *****78.75

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: CARL WUCHERER
Name (Printed or typed)

164 Sawcote Blvd
Address

Casselberry, FL 32707
City, State & Zip

(407) 356-4389 Cell (407) 421-5995
Daytime Telephone number

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

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

STARS BOOSTER NON-PROFIT GROUP, INC.
Federal EIN 59-3692372

ARTICLE II PRINCIPAL OFFICE

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

164 Sausalito Blvd.
Casselberry, FL 32707

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

See Attachment, Article III

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

All directors were appointed by the management committee

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name and addresses:

See Attachment, Article V

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Ms. KOLEEN K. SIMPSON
164 Sausalito Blvd.
Casselberry FL 32707

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Mr. Carl F. Wucherer
164 Sausalito Blvd.
Casselberry, FL 32707

FILED
01 MAY 16 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Koleen K Simpson
Signature/Registered Agent

5/1/2001
Date

Carl F Wucherer
Signature/Incorporator

4/24/2001
Date

ATTACHMENT TO ARTICLES of INCORPORATION
FOR NON-PROFIT CORPORATION
STARS BOOSTER NON-PROFIT GROUP, INC.
Federal EIN 59-3692372

FILED
01 MAY 16 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article III, Purpose & Articles of Organization

Articles of Incorporation of the undersigned, who are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Laws of the State of Florida, do hereby certify:

1. The name of the corporation shall be STARS BOOSTER NON-PROFIT GROUP, INC. This is a non-profit corporation set-up under Internal Revenue Service Code Section 501 (c) (3) as a private foundation. This foundation is organized exclusively for the education and scholarship of children as dancers.

2. The place in this state where the principal office of the Corporation is to be located is the City of Casselberry, Florida.

3. Said Corporation is organized exclusively for 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 federal tax code.

4. The names and addresses of the persons who are the initial officers and directors of the corporation are listed in Article V, below.

5. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 item 3, above. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation will not participate in, or intervene in any political campaign for political 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 tax under section Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (b) by a corporation, contributions to which deductible under Section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

6. Upon the dissolution of the corporation, corporate 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; or shall be distributed to the federal government or to a state or local government, for a public purpose. Any such 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.

7. All directors are appointed by the management committee for an indefinite period of time and are subject to removal based on the decision of a majority of the committee.

In witness, we have hereunto subscribed our names on this 24th day of April 2001.

Article V, Corporation Directors and Initial Officers.

All directors and officers have the same official business address:

164 Sausalito Blvd.
Casselberry, FL 32707

1. Carl F. Wucherer—Management committee chairman, director and Incorporator.
2. Koleen K. Simpson-- Management committee, director, Registered Agent & Treasurer
3. Nanci R. Boetto-- Management committee, director, Recording Secretary & Event co-ordinator.
4. Sandra A. O'Shea-- Management committee, director, Corporate Secretary & Event co-ordinator.
5. Lone L. Sisk-- Management committee and director.
6. Michelle Colon Martin-- Management committee and director
7. Keri Reese Bennet-- Management committee and director

FILED
01 MAY 16 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA