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FILED
01 NOV -9 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(352) 378-5599
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November 7, 2001

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

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*****70.00 *****70.00

Re: The Micanopy Community Council for the Arts, Inc.

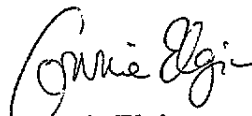
Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of The Micanopy Community Council for the Arts, Inc., together with a check in the amount of \$70.00.

Please mail a certified copy of the Articles of Incorporation back to this office at the above address.

Thank you for your attention to this matter.

Sincerely,


Connie Elgin
Legal Secretary

Enclosures

J. BRYAN NOV - 9 2001

ARTICLES OF INCORPORATION
OF
THE MICANOPY COMMUNITY COUNCIL FOR THE ARTS, INC.

The undersigned, for the purpose of forming a corporation under the *Florida Not-for-Profit Corporation Act*, Chapter 617 *Florida Statutes* (2001), do hereby adopt the following Articles of Incorporation:

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is *The Micanopy Community Council for the Arts, Inc.*

ARTICLE II. EFFECTIVE DATE & DURATION

The effective date of the incorporation shall be November 1, 2001 or as soon after that date as the Articles of Incorporation are filed in the office of the Secretary of State. The period of the corporation's duration shall be perpetual or until dissolved on a vote of the members as hereafter provided.

ARTICLE III. PURPOSE

The corporation is organized for the following purposes:

- A. To promote the arts in the greater Micanopy, Florida area.
- B. To establish a resource agency to seek funds and resources from state and federal agencies, as well as from private sponsors, to assist in promoting the arts.
- C. To assist the people of Micanopy in art education.
- D. To assist the artists of the community at large.
- E. Any other purposes permitted for a Florida not-for-profit corporation.
- F. *The Micanopy Community Council for the Arts, Inc* is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of section 501(c)(3) of the *Internal Revenue Code of 1986* (or corresponding section of any future federal tax code).
- G. No part of the net earnings of *The Micanopy Community Council for the Arts, Inc.* shall inure to the benefit of, or be distributable to, its members, trustees, directors, officers, or other private persons, except that *The Micanopy Community Council for the Arts, Inc.* shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes.
- H. No substantial part of the activities of *The Micanopy Community Council for the Arts, Inc.* shall be the carrying on of propaganda or otherwise attempting to influence legislation, and *The Micanopy Community Council for the Arts, Inc.* shall

Articles of Incorporation

The Micanopy Community Council for the Arts, Inc.

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.

- I. Notwithstanding any other provision of these articles, *The Micanopy Community Council for the Arts, Inc.* shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the *Internal Revenue Service Code of 1986* (or corresponding section of any future federal tax code).
- J. Upon dissolution of this corporation the assets of the corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the *Internal Revenue Code of 1986* (or corresponding section of any future Federal tax code) or shall be distributed to the federal, state or local government for a public purpose.
- K. However, if the named recipient is not then in existence or is no longer a qualified distributee, or is unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in section 501(c)(3) of the *Internal Revenue Code of 1986* (or corresponding section of any future federal tax code).

ARTICLE IV. PRINCIPAL OFFICE

The address of the corporation's principal office will be located at 153 Seminary Avenue, Micanopy, Florida. The name of the initial registered agent of the corporation is Samuel A. Mutch, 2114 NW 40th Terrace, Gainesville, Florida 32605.

ARTICLE V. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on not-for-profit corporations by the laws of the State of Florida.

ARTICLE VI. MEMBERSHIP

The corporation shall have a membership composed of anyone who supports the goals of the corporation. Membership requirements shall be determined by the Board of Directors as announced in the Bylaws. No benefit may inure to a member of the corporation from any of the operations or assets of the corporation.

ARTICLE VII. INCOPORATOR

The incorporator of *The Micanopy Community Council for the Arts, Inc.* is Luke Osborne.

ARTICLE VII. DIRECTORS

The corporation is to be managed by a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3), and the name and address of each person who is to serve as a member of the initial Board of Directors is:

Name

Luke Osborne
Annabelle Leitner
Mike Berkowitz

Address

Micanopy, Florida
Micanopy, Florida
Micanopy, Florida

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The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter, the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

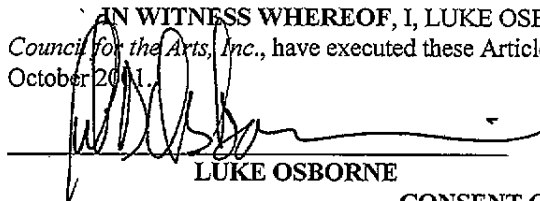
ARTICLE VIII. BYLAWS

The initial directors shall submit the proposed Bylaws to the members at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of Bylaws by affirmative vote of two-thirds of the members, the internal affairs of the corporation are to be regulated and managed in accordance with such Bylaws.

ARTICLE IX. DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of four fifths members of the outstanding members entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to another not for profit organization having the same or nearly the same purpose as *The Micanopy Community Council for the Arts, Inc.*

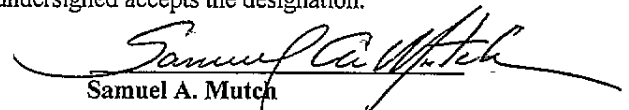
IN WITNESS WHEREOF, I, LUKE OSBORNE, the undersigned incorporator of *The Micanopy Community Council for the Arts, Inc.*, have executed these Articles of Incorporation at Micanopy, Florida, on this 30th day of October 2001.



LUKE OSBORNE

CONSENT OF REGISTERED AGENT

Having been named as a Registered Agent for *The Micanopy Community Council for the Arts, Inc.* at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.



Samuel A. Mutch

Accepted this 30th day of October 2001.