

TRANSMITTAL LETTER

**No2000002005**

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

SUBJECT: Florida Artists and Activists, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300005136433--6  
-03/20/02--01001--017  
\*\*\*\*\*175.00 \*\*\*\*\*87.50

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 of  
Status

ADDITIONAL COPY REQUIRED

FROM:

Robin White Young  
Name (Printed or typed)

1512 Sauls St  
Address

Tallahassee FL  
City, State & Zip

32308  
Daytime Telephone number

RECEIVED  
MAR 20 2002 10:27 AM  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

APPROVED  
AND  
FILED

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

3/20

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA ARTISTS AND ACTIVISTS, INC.**

We, the undersigned, all being over the age of eighteen (18) years, for the purpose of associating to establish a corporation, not for profit and nonstock, for the transaction of the business and the promotion and conduct of the objectives and purposes herinafter stated, under and by virtue of Section 501(c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986, as amended, and under and by virtue of the Laws of the State of Florida, do hereby certify as follows:

FIRST: The name of the Corporation is: Florida Artists and Activists, Inc.

SECOND: The Corporation is organized exclusively for educational, charitable, artistic, scientific and literary purposes, including such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and further including, but not restricted to, the following more specific purposes:

A. To foster partnerships between not-for-profit organizations in Florida and artists and entertainers for the purposes of providing public education and awareness of issues benefitting the general public that promote the arts, music, education, conservation and protection of natural resources of and within the State of Florida, and other social needs and issues.

B. To foster music and arts.

C. To conserve and protect land and water areas for the education, use and enjoyment of the general public.

D. To engage in and promote education.

D. To promote the protection of rural landscapes and relatively natural habitats of fish, wildlife, plants or similar ecosystems.

E. To use all properties held or controlled by the corporation and the net earnings

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TALLAHASSEE, FLORIDA

thereof for the benefit of the general public and for charitable, educational, recreational, conservation, scientific, cultural and historical purposes.

F. Such other purposes as permitted by law for not for profit organizations qualified under Section 501(c)(3) of the Internal Revenue Code.

THIRD: The Corporation shall be authorized:

A. To acquire by gift, devise, bequest, purchase or otherwise real and personal property, both tangible and intangible, and interests herein with or without restriction of use, in accordance with the corporate purposes.

B. To hold for investment or in trust and to sell, lease, encumber or dispose of any such real estate, personal property or other proper evidences of indebtedness of any person, firm, partnership, association or corporation for the sole benefit of this Corporation and not for pecuniary profit.

C. To have and to exercise to the extent necessary or desirable for the accomplishment of any of the foregoing purposes and objectives, and to the extent that they are not inconsistent with the charitable purposes of the Corporation, any and all powers conferred upon non-profit corporations by Florida law.

FOURTH: The street address of the initial principal office in this State shall be 1512 Sauls Street, Tallahassee, Florida 32308. The registered agent of the Corporation in this state is Robin White Young, whose street address is 1512 Sauls Street, Tallahassee, Florida 32308.

FIFTH: The Corporation is not authorized to issue any stock.

SIXTH:

A. The business and affairs of the Corporation shall be managed under the direction of a Board of Directors.

B. The name and address of the incorporator of the Corporation is:

Robin White Young  
1512 Sauls Street  
Tallahassee, Florida 32308

C. The Corporation shall be managed by a Board of Directors consisting of not more than twenty-one (21) nor less than 3 members as the Bylaws of the Corporation may provide. Directors shall be elected as according to the by-laws.

SEVENTH: The powers of the Corporation shall be subject to the following terms, provisions and limitations:

A. No part of the net earnings of the Corporation shall inure to the benefit of any member, director or officer of the Corporation, or any private person, except that reasonable compensation be paid for services actually rendered to or for the Corporation, and no member, director or officer of the Corporation, or any private person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. Except as provided and permitted under Sections 502(c)(3), 501(h) and 4911 of the Internal Revenue Code of 1986, and the Regulations thereunder as they now exist or as they may hereafter be amended, 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 publication or distribution of statements) any political campaign on behalf of any candidates for public office.

B. Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 510(c)(3) of the Internal Revenue Code of 1986, as amended, or by an organization, contributions to which are deductible under Section 170(c)(2) thereof.

C. During any period that the Corporation is a private foundation, as defined by Section

509(a) of the Internal Revenue Code, the Corporation shall:

1. distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942(a);
2. not engage or be involved in any act of self-dealing, as defined in Section 4941(d), so as to give rise to any liability for the tax imposed by Section 4941(a);
3. not retain any excess business holdings as defined in Section 4943(c), so as to give rise to any liability for the tax imposed by Section 4943(a);
4. not make any investments which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944, so as to give rise to any liability for the tax imposed by Section 4944(a); and
5. not make any taxable expenditures, as defined in Section 4945(d), so as to give rise to any liability imposed by Section 4945(a). Unless otherwise indicated, as used in this Article III and hereinafter, all section references are to the Internal Revenue Code, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

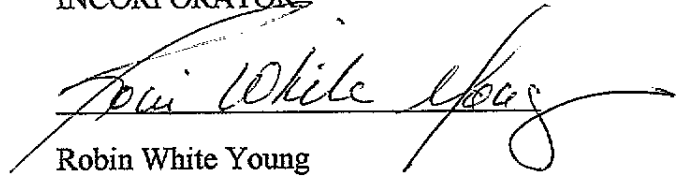
D. In the event of liquidation, dissolution or winding up of the Corporation in any manner or for any reason whatsoever, all of the assets of the Corporation, after the payment of the obligations and liabilities of the Corporation, shall be transferred to one or more corporations or associations having a similar or analogous character or purpose as may be selected by the Corporation's Board of Directors; provided, however, that any transferee corporation shall qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

EIGHTH: The Corporation reserves the right to make from time to time, by vote or written assent of a majority of its members of the Board of Directors, any amendments to these Articles of Incorporation which may now or hereafter be authorized by law.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on the 20<sup>th</sup> day of March, 2002, and has acknowledged the same to be their act.

INCORPORATOR:

  
Robin White Young

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Florida Artists And Activists, Inc.

2. The name and address of the registered agent and office is:

Robin White Young  
(NAME)

1512 Saults Street  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee, Florida 32308  
(CITY/STATE/ZIP)

APPROVED  
AND  
FILED  
12 FEB 21 PM 10:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

Robin White Young  
(SIGNATURE)

03/20/2002  
(DATE)