

No 2000004143

Florida Department of State
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FLORIDA NON-PROFIT CORPORATION

Artbeat Foundation, Inc.

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**ARTICLES OF INCORPORATION
OF
ARTBEAT FOUNDATION, INC.**

The undersigned incorporator, **MICHAEL A. SASSANO, III**, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a not-for-profit corporation under the provisions of Chapter 617, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is **ARTBEAT FOUNDATION, INC.**

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 126 South Shore Drive, #34, Destin, Florida 32541.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- (a) To engage in the business of providing and promoting the appreciation of the visual and performing arts and shall be for educational and cultural purposes;
- (b) To engage in any and all lawful business activities relating thereto and to engage in any other lawful, insubstantial business or activity for which corporations may be organized under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

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ARTICLE V - INITIAL BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors who shall be elected in the manner and by the method determined by the Bylaws of the Corporation. Initially, however, this Corporation shall have four (4) directors. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than three (3). The name and address of the initial directors of this corporation are:

Michael A. Sassano, III
126 South Shore Drive, #34
Destin, Florida 32541

Christopher Sassano
70 Battery Place, Apt. #817
New York, NY 10280

Ronald L. Sassano
126 South Shore Drive, #34
Destin, Florida 32541

Gina M. Sassano
c/o Golden Gateway Apartments
550 Battery Street, #1216
San Francisco, CA 94111

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The address of the registered office of this corporation shall be 126 South Shore Drive, #34, Destin, Florida 32541, and the name and address of the initial registered agent of this corporation is Melissa E. Johnson, 50 Corté Palma, Santa Rosa Beach, Florida 32459.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are:

Michael A. Sassano, III
126 South Shore Drive, #34
Destin, Florida 32541

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ARTICLE VIII - COMMENCEMENT OF CORPORATE EXISTENCE

The date for commencement of this corporation's existence shall be the date these Articles are filed and approved by the Florida Department of State, Division of Corporations.

ARTICLE IX - REPRESENTATIONS AND WARRANTIES

The undersigned Incorporator, for and on behalf of the Corporation, hereby represents, warrants and affirms as follows:

- (a) The Corporation will make the minimum charitable distributions as required by law, and will thereby distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by 26 U.S.C.A., Section 4942, or the corresponding section of any future federal tax code.
- (b) The Corporation will not engage in any act of self-dealing as defined in 26 U.S.C.A., Section 4941(d), or the corresponding section of any future federal tax code.
- (c) The Corporation will not retain any excess business holdings as defined in 26 U.S.C.A., Section 4943(c), or the corresponding section of any future federal tax code.
- (d) The Corporation will not make any jeopardy investments or other investments in such manner as to subject it to tax under 26 U.S.C.A., Section 4944, or the corresponding section of any future federal tax code.

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- (e) The Corporation will not make any lobbying or other taxable expenditures as defined in 26 U.S.C.A., Section 4945(d), or the corresponding section of any future federal tax code.

ARTICLE X - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto provided that such amendments comply with current law.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation the 28th day of May, 2002.

INCORPORATOR:


MICHAEL A. SASSANO, III

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of ARTBEAT FOUNDATION, INC. Further, I am familiar with and accept the duties and obligations of such designation.


MELISSA E. JOHNSON

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