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N020000004358

TRANSMITTAL LETTER

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

500005503145--9  
-05/10/02--01058--026  
\*\*\*\*131.25 \*\*\*\*\*87.50

SUBJECT: COVIVANT GALLERY & STUDIOS, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for:

☐ \$70.00

☐ \$78.75

☐ \$122.50

☒ \$131.25

FROM:

CARRIE L. MACKIN  
Name (Printed or typed)

6614 N. ELIZABETH ST  
Address

TAMPA, FL, 33604  
City, State & Zip

813-237-3389  
Daytime Telephone number

FILED  
02 JUN -6 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 14, 2002

CARRIE L. MACKIN  
6614 N ELIZABETH ST  
TAMPA, FL 33604

SUBJECT: COVIVANT GALLERY & STUDIOS, INC.  
Ref. Number: W02000013928

We have received your document for COVIVANT GALLERY & STUDIOS, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6930.

Donna Graves  
Document Specialist  
New Filing Section

Letter Number: 002A00030613

ARTICLES OF INCORPORATION

OF

Covivant Gallery & Studios, Inc.

A NON-PROFIT CORPORATION

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is Covivant Gallery & Studios, Inc. Located at 4906 N. Florida Ave., Tampa, FL 33603

CM

ARTICLE II

PUPOSES AND POWERS

- A. Covivant Gallery & Studios, Inc. is a corporation organized to develop and support emerging and mid-career artists in Hillsborough County by providing alternative exhibition space, affordable artist's studios, workshop and classroom facilities for educational programming, and to promote cutting-edge multidisciplinary projects within the community on a local and national level.
- B. The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of IRC 501 (c)3 or the corresponding provision of any future United States Internal Revenue Law.
- C. Notwithstanding any other provisions of these articles, this organization shall not carry on any other

activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501 (c)3 or the corresponding provisions of any future United States Internal Revenue Law.

- D. This corporation may exercise all powers granted to a not-for-profit corporation under the laws of the State of Florida.

### ARTICLE III

#### REGISTERED AGENT

The name and address of the registered agent of this corporation is:

1. Carrie Lynn Mackin

6614 N. Elizabeth St.

Tampa, FL, 33604

### ARTICLE IV

#### INITIAL DIRECTORS AND INCORPORATORS

The name(s) and address(es) of the incorporator(s) of this corporation is (are):

President: Carrie Lynn Mackin

6614 N. Elizabeth St.

Tampa, FL 33604

Vice President: Kathleen A. Olivas

319 W. Comanche Ave.

Tampa, FL 33604

Secretary: Brandt E. Peters

319 W. Comanche Ave.

Tampa, FL 33604

Treasurer: Shari B. Feldman

405 E. Idlewild Ave.

Tampa, FL 33604

#### ARTICLE V

##### DURATION

The period of duration of this corporation is perpetual.

#### ARTICLE VI

##### MANAGEMENT

- A. The affairs of the corporation shall be managed by a Board of Directors, which shall be elected at the annual meeting of the corporation. The Board of Directors shall consist of not less than three (3) persons but may be any number in excess thereof. Directors shall be elected or removed in accordance with the procedure provided in the bylaws.
- B. The officers of the Corporation shall be President, one or more Vice-Presidents, a Secretary and a Treasurer. The officers shall be elected and shall hold office in the manner provided in the bylaws.

#### ARTICLE VII

##### BYLAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The bylaws of the corporation shall be made, altered or rescinded by a majority vote of the voting membership present of voting by proxy at any regular meeting of the corporation or by a majority vote of the Board of Directors; provided, however, that notice thereof, which shall include in writing to each voting member of the corporation at least ten (10) days prior to the Board of Directors meeting.

## ARTICLE VIII

### DISSOLUTION

Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

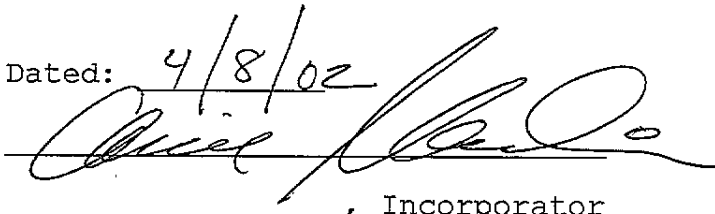
Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions

to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

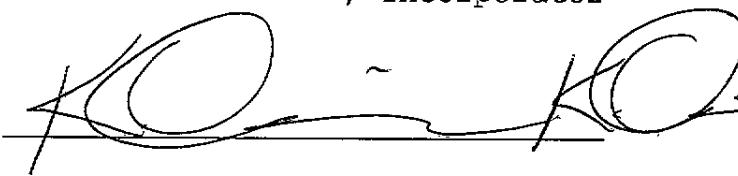
In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

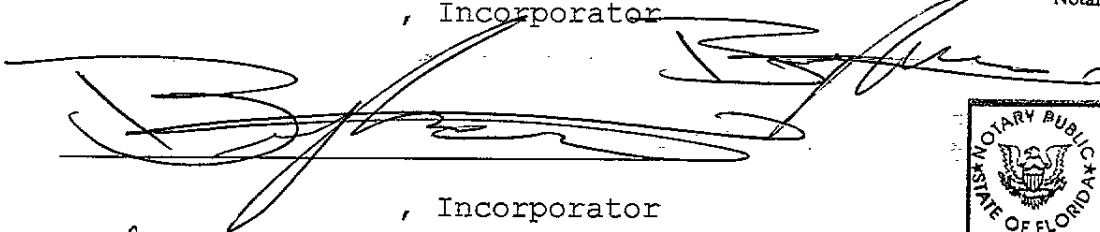
Dated: 4/8/02



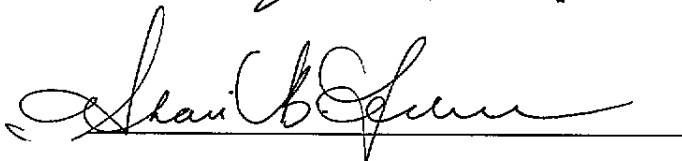
, Incorporator



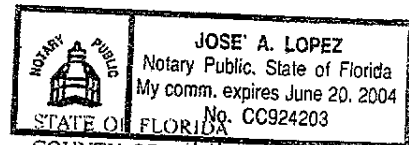
, Incorporator



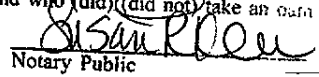
, Incorporator

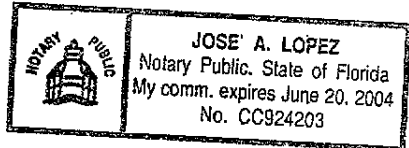
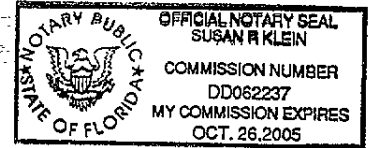


, Incorporator



COUNTY OF Hillsborough  
On this 29th day of April, 2002  
the foregoing or attached instrument was acknowledged before  
me by Kathleen A. Dineen, Susan E. Kline,  
who is/are personally known to me,  
who has/have produced FL DRIVER LICENSES  
as identification and who (did) (did not) take an oath.

  
Notary Public



FILED

02 JUN -6 PM 3:02

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: COVIVANT GALLERY & STUDIOS, INC

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

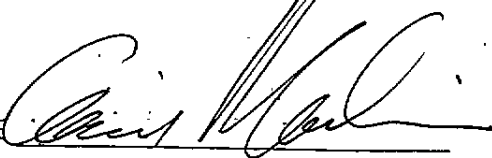
CARRIE MACKIN  
(NAME)

6614 N. ELIZABETH ST  
(P.O. BOX NOT ACCEPTABLE)

TAMPA, FL, 33604  
(CITY/STATE/ZIP)

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.

SIGNATURE



DATE

4-8-02