

N020000007509

TRANSMITTAL LETTER

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

SUBJECT: Brevard Youth Theatre and Academy, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900008100949--1

-09/30/02--01052--002

*****87.50 *****87.50

Enclosed are 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: Christine Pepin
Name (Printed or typed)

412 Riverview Lane
Address

Melbourne Beach, FL 32951
City, State & Zip

(321) 768-2050
Daytime Telephone number

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

2002 SEP 30 AM 10:37

FILED

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

10/2/02

FILED

2002 SEP 30 AM 10:37

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Incorporation

Brevard Youth Theatre and Academy, Inc.

A Florida Corporation Not for Profit

The undersigned, subscribers of these Articles of Incorporation, all natural persons competent to contract, join together to form a not for profit corporation under the laws of the State of Florida and agree to the following conditions of said corporation.

Article I: Name

The name of the corporation is Brevard Youth Theatre and Academy, Inc.

Article II: Principle Office

The principle place of business and corporate mailing address shall be: 4767 Blackberry Drive, Melbourne, Florida 32904.

Article III: Enabling Law

This corporation is organized pursuant to the Florida Not for Profit Act Chapter 617, Florida Statutes.

Article IV: Purpose

- (a) The specific and primary purpose for which this corporation is organized is to engage in activities to enrich the community's cultural experience through theatrical productions, musical performances, education, and all other performing and visual art presentations involving but not limited to the young people (ages 10 - 18 years) of the area.

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- (b) This corporation shall conduct seminars, classes, lectures, provide volunteer opportunities and other activities that will promote the ideals and objectives of the corporation and to disseminate the information and knowledge gained through the efforts of the corporation and its members.
- (c) This corporation is organized and operated exclusively for non-profit purposes and no part of any net earnings shall inure to the benefit of any member, director or officer.
- (d) This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided however that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in sub-paragraphs (a) through (c) of these articles.
- (e) This corporation shall have the authority to adopt such by-laws as may be consistent with the purposes enumerated herein and consistent with the Federal Laws and the laws of the State of Florida under which this corporation is incorporated.

Article V: Term:

This corporation shall have perpetual existence and is organized under a non-stock basis.

Article VI Incorporators:

The names and residences of the subscribers of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Ms. Eloise Evans	4767 Blackberry Drive Melbourne, Florida 32904
Dr. Richard E. Goulding	
Michael Mellen	902 Haas Avenue NE Palm Bay 32907
Ms. Christine Pepin	412 Riverview Lane Melbourne Beach, FL 32951
Ms. Betsy Grammenos	17 Pinehill Drive Indialantic, 32903
Ms. Angela Lazazaros ^{LAZZERA}	520 Hawksbill Island Drive Satellite Beach, 32937

Article VII Membership:

The authorized number of members of this corporation and the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the By-Laws of this corporation. Any natural person residing in the State of Florida with an interest in facilitating the purposes set forth for establishing this corporation is qualified to become a member of this corporation upon request for membership for admission through an

officer , director or member of the corporation. Any natural person with an interest in the programs provided by this corporation is qualified to participate in the programs of this corporation.

Article VIII Management of Corporate Affairs

- (a) The Board of Directors- The powers of this corporation shall be exercised, its properties controlled, and its affairs managed and conducted by a board of directors. The By-Laws of this corporation may provide for the number of directors to be increased or decreased as set forth in the By-Laws adopted by the members entitled to vote. Directors shall be elected annually by majority vote of the members who vote at such an election.

The directors of corporation shall be indemnified and immune from liability to the extent set forth provided and limited in Section 617.0831, Florida Statutes, and the corporation may provide for bonding and insuring board members from and against liability.

The names and residences of the persons constituting the first board of directors who are to act in that capacity until the selection of their successors are:

Name

Address

Ms. Eloise Evans

4767 Blackberry Drive
Melbourne, Florida 32904

Dr. Richard E. Goulding

639 Alamanda Court
Indialantic, 32903

Michael Mellen

902 Haas Avenue NE
Palm Bay 32907

Ms. Christine Pepin

412 Riverview Lane
Melbourne Beach, FL 32951

Ms. Betsy Grammenos

17 Pinehill Drive
Indialantic, 32903

~~LAZZERA~~
Ms. Angela Lazazaros

520 Hawksbill Island Drive
Satellite Beach, 32937

- (b) Elective officers. The officers of this corporation shall be a President, Vice-President, Secretary, and Treasurer. Other officers may be established or appointed by members of this corporation at any regular meeting. The qualifications, time and manner of electing and appointing the duties of the terms of office and the manner of removing officers shall be as set forth in the By-Laws. The Officers shall be indemnified and immune from liability to the extent set forth provided and limited in Section 617.0831, Florida Statutes, and the corporation may provide for bonding and insuring board members from and against liability.

The officers who are to serve until the first election of officers under the Articles of Incorporation are:

President

Dr. Richard E. Goulding

Vice President

Ms. Eloise Evans

Secretary

Ms. Christine Pepin

Treasurer

Ms. Betsy Grammenos

(c) The name and address of this corporations initial registered agent is James O'Brien, address of 1686 West Hibiscus Boulevard, Melbourne, Florida 32901

Article -IX. Income from Public Events:

If this corporation holds any events in which members of the general public are invited to participate or attend for a fee and/or concessions are sold, the net proceeds, if any, attributable to such receipt from the general public will be paid over to the treasurer for costs attributable to the operation of this corporation.

Article X. By-Laws:

By-laws of the corporation will be adopted by the board of directors and hereinafter . Such By-laws may be amended or repealed in whole or in part, by the directors in the manner provided therein. Any amendment to the By-laws shall be binding on all members of this corporation.

Article XI. Amendment of Articles:

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the board of directors and then presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3rds) of a quorum of members of the corporation present at the meeting at which such amendment resolution is considered.

Article XII. Limitation of Purposes for Section 501 (c) (3) Qualifications:

This corporation is organized exclusively for social and 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 of 1954, or amendments thereto.

Article XIII. Restriction of Distribution of Earnings Restriction on Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 Articles IV and XIII hereof. No substantial part of the activities of the corporation shall be the carrying on or propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public 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 Income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954, or amendments thereof, or (b) by a corporation, contribution to which are deductible under Section 170(c) (2) of the Internal Revenue of 1954, or amendments thereto.

Article XIV Disposition of Assets on Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all

of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for social and educational purposes, as shall at the time qualify as an organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, or amendments thereto, as the board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principle of the corporation is then located, and such disposition exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned subscribing incorporators have executed these Articles of Incorporation this 30th day of August, 2002.

Name

Address

Ms. Eloise Evans

Eloise Evans

4767 Blackberry Drive
Melbourne, Florida 32904

Dr. Richard E. Goulding

Richard E. Goulding

639 ALAMANDA CT.
INDIALANTIC, FL. 32903

Michael Mellen

Michael Mellen

902 Haas Avenue NE
Palm Bay 32907

Ms. Christine Pepin

Christine Pepin

412 Riverview Lane
Melbourne Beach, FL 32951

Ms. Betsy Grammenos

Betsy Grammenos

17 Pinehill Drive
Indialantic, 32903

Ms. Angela Lazazzera

Angela Lazazzera

520 Hawksbill Island Drive
Satellite Beach, 32937

State of Florida

County of Brevard

The foregoing instrument was acknowledged before me this 30th day of August, 2002 By (Names of incorporators.), who produced Florida Drivers Licenses as identification.

Kathleen M Tenreiro

Notary Public

Commission Expires: _____

Commission Number: _____



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STATE
TALLAHASSEE FLORIDA

Acceptance by a Registered Agent

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in Article VI of these articles of Incorporation, 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]

James O'Brien
1686 West Hibiscus Boulevard
Melbourne, Florida, 32901