

TRANSMITTAL LETTER

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

SUBJECT: CLUB BALLET CENTRAL, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUELL)

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

ADDITIONAL COPY REQUIRED

FROM: PAUL T. SWYGERT
Name (Printed or typed)

P.O. BOX 628
Address

BABSON PARK, FL 33827
City, State & Zip

(863) 676-7981
Daytime Telephone number (X)

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

(X) WILL BE ON VACATION UNTIL JULY 14th

ARTICLES OF INCORPORATION FOR: CLUB BALLET CENTRAL, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under Chapter 617 of the laws of the State of Florida, applicable to corporations not for profit, under the following proposed charter:

ARTICLE I

The name of the corporation shall be Club Ballet Central, Inc., and the principal office shall be located at 505 Avenue I NW, Winter Haven, Florida 33881.

ARTICLE II

The corporation is constituted so as to attract support from contributions, directly and indirectly, from a representative number of persons in the area in which it operates and has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profits of the Corporation are distributable to, or inures to the benefit of, its directors or officers; provided however, reasonable compensation as set by the Board of Directors may be paid for services rendered to or for the corporation. 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 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 by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III

This corporation is organized to promote and encourage dance education in the Winter Haven area – not only ballet, but also jazz, tap, and modern dance. To accomplish this purpose the Corporation shall invest and reinvest its funds and any future earnings, gifts or contributions received by the Corporation in such a manner as will generate revenues to assist Club Ballet Central, Inc. to achieve its goals as determined by its Board of Directors from time to time. The Corporation will make distributions from its funds in accordance with an investment policy established by the Corporation's Board of Directors from time to time.

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OF FLORIDA

ARTICLE IV

For such purposes, and operating without profit, and in the manner herein stated, the corporation shall have the power to:

- A. Engage in any and all activities which may be deemed necessary or appropriate for the proper and successful attainment of the objects and purposes for which this corporation was created.
- B. Solicit, accept, hold and administer contributions received by deed, gift, will, ordinance, statute or otherwise, either in trust or otherwise; to own, hold, operate and administer or dispose of real and personal property, both in this state and all other states, territories and dependencies of the United States; and generally to do all things necessary and proper to accomplish the purposes herein stated and permitted to like non-profit corporations by law.
- C. Provided further that:
 - 1. Assets or property held in trust for the corporation or by the corporation for its corporate purposes as herein stated shall be segregated and identified as being so held, and shall not be held without disclosure of the fiduciary capacity in which they are held.
 - 2. The corporation shall not engage in any transaction prohibited by Section 503(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.
 - 3. The corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Revenue Code as now enacted, or as it may hereafter be amended.
 - 4. In the event of the dissolution of this corporation, any assets of said corporation then remaining shall be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended. Such other organizations should be engaged in activities which are reasonably comparable to those conducted or supported by the corporation at the time this corporation was formed if at all possible.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI

Except as otherwise provided therein, the By-Laws of this corporation shall be made, altered and rescinded by a majority vote of the Directors voting at any regular Directors meeting or at a special meeting called for that purpose.

ARTICLE VII

The name and residence of the subscriber is as follows:

Paul T. Swygert
50 Fairchild Street
P.O. Box 628
Babson Park, FL 33827

ARTICLE VIII

The qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights, privileges and responsibilities of members shall be set forth in the bylaws.

ARTICLE IX

The affairs of this corporation shall be managed by a President, Vice-President, Secretary, and a Treasurer, and a Board of not less than three (3) Directors and by such other officers of the Corporation as the Corporation may hereafter see fit to name and designate. The number of Directors may be increased from time to time by the Bylaws of the Corporation, but shall never be less than three (3) members. The initial Board consisting of four (4) directors shall be composed of those persons hereinafter named:

Lisa F. Mills
P.O. Box 2142
Winter Haven, FL 33883-2142

Brenda C. Howell
101 Lake Otis Road
Winter Haven, FL 33884

Jeanette S. Purcell
4703 Thornhill Road
Winter Haven, FL 33880

Paul T. Swygert
P.O. Box 628
Babson Park, FL 33827

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

The Directors elected at the first meeting, and at all times thereafter, shall serve for terms of one (1) or two (2) years so arranged that one-half of the Board, as nearly as may be, come up for election at each annual meeting. Annual meetings shall be held within 120 days after the start of the calendar year at the principal office of the Corporation, or at such other place and date as the Board of Directors may designate from time to time by resolution.

The Board of Directors shall elect the following officers: President, Vice-President, Secretary, and Treasurer, and such other officers as the Board may deem appropriate and as allowed by these articles and the Corporation's bylaws. Initially, such officers shall be elected at the first meeting of the Board of Directors. Thereafter, such officers shall be elected at the Board of Directors meeting immediately after the annual meeting of members of the Corporation. Until such election is held, the following individuals shall serve as corporate officers:

President	Lisa F. Mills
Vice-President	Jeanette S. Purcell
Secretary	Brenda C. Howell
Treasurer	Paul T. Swygert

ARTICLE X

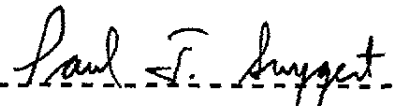
These articles of incorporation may be amended by the Directors at a special meeting of the Board of Directors called for that purpose. The proposed amendment must be approved by a three-fourths vote of a quorum of the Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has hereunto set his hand and seal this 26th day of June, 2003.

Signed, Sealed and Delivered
in the Presence of:



SHIELA ALBRITTON



Paul T. Swygert (subscriber)



LEE A. WHEELER, III

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 26th day of June, 2003 by Paul T. Swygert – who is personally known to me.


SHIRLEY LOUISE BEASLEY



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENCY
UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST - - That CLUB BALLET CENTRAL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, as 505 Avenue I NW, Winter Haven, County of Polk, State of Florida, has named PAUL T. SWYGERT, located at P.O. Box 628 (50 Fairchild Street) , Babson Park, FL 33827 as its agent to accept process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY: Paul T. Swygert
Paul T. Swygert

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TALLAHASSEE, FLORIDA