

No3000008124

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

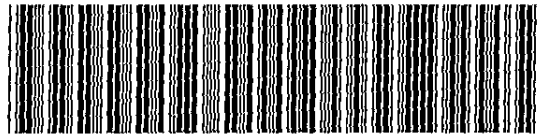
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



700023099317

09/16/03--01048--005 \*\*87.50

✓

Ev  
9-19

September 12, 2003

**Via FedEx Overnight Delivery**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**Re: COMMUNITY PERFORMING ARTS CENTER AT SEASIDE, INC.**

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Article of Incorporation for the above-referenced not-for-profit company together with a check in the amount of \$87.50.

Please file the enclosed Articles of Incorporation and return to the following address a Certified Copy and Good Standing Certificate. If you should have any questions or require any additional information, please contact me at (850) 231-3209.

Community Performing Arts Center at Seaside, Inc.

Attn: Phyllis Bleiweis

~~30 Smolian Circle~~ P. O. Box 4730  
Santa Rosa Beach, FL 32459

Sincerely,

  
Phyllis Bleiweis

**ARTICLES OF INCORPORATION  
OF  
COMMUNITY PERFORMING ARTS CENTER AT SEASIDE, INC.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not for profit corporation (the "**Corporation**") under the Florida Not for Profit Corporation Act (the "**Act**"), as follows:

**I.  
Name**

The name of the Corporation is **COMMUNITY PERFORMING ARTS CENTER AT SEASIDE, INC.**

**II.  
Term of Existence**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

**III.  
Dissolution**

Upon dissolution of this Corporation, or the liquidation of its assets, whether voluntary or involuntary or by operation of law, except as and to the extent otherwise provided or required by law, the net assets remaining may be distributed to entities qualifying under Section 501(c)(3) or (6) of the Internal Revenue Code of 1954, as amended, or to the State of Florida, subject always to the provisions of these Articles and to the specific condition that none of the net assets of the Corporation will be distributed to or for the benefit of any member, officer or director of the Corporation or to any other individual; provided, however, that nothing contained in this Article will be construed to prevent a distribution from the net assets of the Corporation to another distributee, otherwise properly made in accordance with the provisions of these Articles and the purposes herein stated, solely by reason of the fact that one or more of the members, officers or directors of the Corporation may be connected or associated with the distributee as a shareholder, member, trustee, director, officer or in any other capacity.

**IV.  
Principal Office**

The principal office and mailing address of the Corporation is **30 Smolian Circle, Seaside, Florida 32459**

**V.**  
**Purposes**

The purposes for which the Corporation is formed are to own, construct, and operate performing arts and other cultural facilities in Seaside, Florida, and any and all other lawful business.

**VI.**  
**Limitation on Activities**

No part of the net earnings of the Corporation will inure to the benefit of, or be distributable to, any member, Director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, Director or officer of the Corporation, or any private individual, will be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation; provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon any not for profit corporation described in Section 501(c)(3) of the Code and specified in Article III above. No substantial part of the activities of the Corporation will be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation will not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation will not conduct or carry on any activities not permitted to be conducted or carried on (i) by an organization exempt from taxation under Section 501(c)(3) of the Code, or (ii) by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

**VII.**  
**Directors**

The Corporation will have five directors initially. Directors may be elected, removed from office and hold office as provided in the Bylaws of the Corporation. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 3 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Richard Storm	1741 Main Street, #101 Sarasota, Florida 34236
Mary Damroth	2078 Olde Town Avenue Destin, Florida 32550
Robert S. Davis	2961 Vallejo San Francisco, CA 94123

**Name**

**Address**

Phyllis R. Scruggs

365 Riverbluff Place  
Memphis, TN 38103

Richard Gibbs

Post Office Box 4792  
Seaside, Florida 32459

**VIII.**

**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 30 Smolian Circle, Seaside, Florida 32459 and the name of its initial registered agent at such address is Phyllis Bleiweis.

**IX.**

**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

**Name**

**Address**

Alex H. Dunser

1101 Channelside Drive, Suite 264.  
Tampa, FL 33602

**X.**

**Bylaws**

The power to adopt, alter, amend, or repeal bylaws will be vested in the Corporation's Board of Directors.

**XI.**

**Indemnification**


The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law

**XII.**

**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on September 7, 2003.

  
\_\_\_\_\_  
Alex H. Dunser, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: September 15, 2003.

  
\_\_\_\_\_  
PHYLLIS BLEIWEIS