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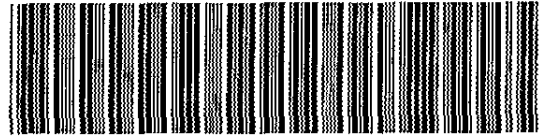
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Performing Arts Education for the
Children of St. Petersburg Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

**ARTICLES OF INCORPORATION
OF
PERFORMING ARTS EDUCATION FOR THE
CHILDREN OF ST. PETERSBURG, INC.
(A Corporation Not for Profit)**

FILE
03 OCT 15 PM 12
SECRETARY OF ST.
TALLAHASSEE, FLO

THE UNDERSIGNED, for the purpose of forming a corporation not for profit in accordance with the provisions of Chapter 617 of the Florida Statutes, hereby agrees to the following:

**ARTICLE I
NAME**

The name of this corporation is **Performing Arts Education for the Children of St. Petersburg, Inc.** (hereinafter referred to as the "Corporation"). The street and mailing address of the principal office of the Corporation shall be 1461 28th Avenue North, St. Petersburg, FL 33704.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of the Corporation is 1461 28th Avenue North, St. Petersburg, FL 33704 and the name of the initial registered agent of this corporation is James Weaver and the address of the registered agent is 1461 28th Avenue North, St. Petersburg, FL 33704.

**ARTICLE IV
PURPOSE AND POWERS**

The purposes for the Corporation is formed, and the business and objectives to be carried on and promoted by it, are as follows:

- (A) The general purpose of the Corporation is to provide scholarships and funding to students in grades K - 12 who meet criteria to take educational lessons in the performing arts, including, but not limited to, music lessons, dance lessons, and theater lessons. The Corporation does not contemplate pecuniary gain or profit to the members thereof, and no distribution of income to its members, directors, or officers shall be made, except that nothing herein shall prevent the Corporation from compensating members, directors, or officers in exchange for

services actually rendered to, or costs actually incurred for the benefit of, the Corporation in furtherance of one or more of its purposes.

- (B) The Corporation may exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Service Code.
- (C) The Corporation is irrevocably dedicated to and operated exclusively for non-profit purposes and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.
- (D) The Corporation is empowered:
 - 1. To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property, and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth herein.
 - 2. To borrow money and issue evidence of indebtedness, as well as receive grants from private or public funding sources in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.
 - 3. To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation as permitted non-profit corporations under Chapter 617 of the Florida Statutes.
 - 4. In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(c)(3) and 170(c)(2) of the Internal Revenue Service Code or corresponding sections of any or future law, or to the Federal, State or local government for exclusive public purpose.
 - 5. Notwithstanding any other provisions of these Articles of Incorporation, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Service Code or the corresponding provision of any future United States Internal Revenue Service law or (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Service Code of 1954 or any other corresponding provision of any future United States Internal Revenue Service Law.

ARTICLE V
DIRECTORS AND MEMBERS

Every person, corporation, partnership, whether general or limited, or other legal entity, who or that is invited by the board of directors to do so may become a member of the Corporation.

ARTICLE VI
INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
James Weaver	1461 28 th Avenue North St. Petersburg, FL 33704

ARTICLE VII
MANAGEMENT

The affairs of the Corporation shall be managed by a board of directors (the "Board"), which shall consist of not less than three (3) nor more than seven (7) individuals, the precise number to be fixed in the bylaws of the Corporation (the "Bylaws") or by the Board of the Corporation from time to time. Directors shall be elected for one (1)-year terms by the members at the annual members' meeting, to be held as scheduled by the Board in the manner prescribed in the Bylaws, and shall hold office until their respective successors are duly elected and qualified. The Board shall elect a president, a secretary, a treasurer, and such vice presidents, assistant secretaries, assistant treasurers, and other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Corporation. Such officers are to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may be directors. Officers and directors must be members or officers, general, partners, employees, or agents of members of the Corporation. Any individual may hold two (2) or more corporate offices. The officers shall have such duties as may be specified in the Bylaws. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the Bylaws.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The number of persons consisting the initial Board of the Corporation shall be three (3) and the names and addresses of the members of such initial Board, who shall hold office until their successors are elected pursuant to the provisions of these Articles of Incorporation and the Bylaws, are as follows:

<u>Name</u>	<u>Address</u>
James Weaver	1461 28 th Avenue North St. Petersburg, FL 33704
Dr. Vernon Taranto	875 South Village Drive, #201 St. Petersburg, FL 33716
Jessica Benitez	1124 40 th Avenue NE St. Petersburg, FL 33703

ARTICLE IX **BYLAWS**

The Bylaws shall be adopted by the initial Board, as constituted under Article VIII above, at the organizational meeting of the initial Board. Thereafter, the Bylaws may be altered, amended, or rescinded by the affirmative vote of two-thirds (2/3rds) of the Board or, after notice to the members, by the majority vote of the members present at any regular or special meeting of the membership.

ARTICLE X **AMENDMENTS**

Amendment to the Articles of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a majority is present and must be adopted by a two-thirds vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the By-Laws. Any Amendment must be approved by the membership.

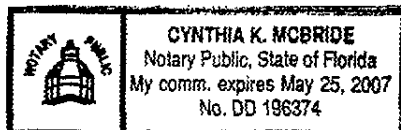

James Weaver, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was sworn to and acknowledged before me this 2 day of OCT, 2003, by James Weaver who is personally known to me or has produced FL DL as identification.


(Sign on this line)

Cynthia K. McBride
(Print name legibly on this line)



(SEAL)

NOTARY PUBLIC, State of Florida
COMMISSION NO.: _____
EXPIRATION DATE: _____

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts his appointment and agrees to act as initial registered agent for service of process on Performing Art Education for the Children of St. Petersburg, Inc., as provided in the foregoing Articles of Incorporation.


James Weaver

FILED

03 OCT 15 PM 12:03

CLERK OF STATE
TALLAHASSEE, FLORIDA