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REGINA CAMPBELL 808 South K Street Lake Worth, FL 33460 561.588.1031

October 28, 2003

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

SUBJECT: Inner Chord, Inc.

(Proposed Corporate Name)

Dear Sir/Madam:

Enclosed is an original and one (1) copy of: (a) the Articles of Incorporation for this Not For-Profit corporation, and (b) the Certificate of Designation of Registered Agent and Registered Office.

Also enclosed is a check in the amount of \$87.50, in satisfaction of the Filing Fees, for a Certified Copy of the filed documents, and for a Certificate of Status.

Please return the certified copy of the Articles of Incorporation and other documents to me in the self-addressed, stamped envelope provided for your use. Thank you for your kind attention to this matter.

Very truly yours

REGINA CAMPBELL

RC/RWR/bhs Ends.

### ARTICLES OF INCORPORATION OF INNER CHORD, INC.

#### ARTICLES OF INCORPORATION

In Compliance with Chapter 617, Florida Statutes, (Not for Profit)

#### ARTICLE | NAME

The name of the corporation shall be:

Inner Chord, Inc.

# SECRETARY OF STATE TALLAHASSEE, FLORID,

#### ARTICLE IL PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be: Inner Chord, Inc.
c/o Regina Campbell
808 South K Street
Lake Worth, FL 33460

#### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To provide live music and entertainment to people of all ages who are living, either temporarily or permanently, in an institutional setting. In this connection, Inner Chord, Inc. will provide services to nursing homes, assisted-living communities, pediatric units of hospitals, youth detention centers, correctional facilities, domestic violence shelters, homeless shelters and other facilities that serve people in need.

To solicit and receive grants, contributions and other property, to enter into contracts, to engage needed personnel, volunteers and services as may be necessary to carry out the purposes of this corporation.

No part of the money or property received by the Corporation from any source, including its operations, shall be used directly or indirectly for the benefit of or to be distributed to the officers, board members, or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments necessary for the furtherance of the purposes set forth in the Article.

No substantial part of the activities of the Corporation shall be lobbying or otherwise attempting to influence legislation and this Corporation shall not participate in any political campaign on behalf of or against any candidate for public office.

All activities of the Corporation shall be charitable, educational, or religious as are 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 (as it may be amended) or by a corporation that may receive contributions which are deductible to their donors under section 170(c)(2) of the Internal Revenue Code of 1986 (as it may be amended)

#### ARTICLE IV MANNER OF SELECTION OF DIRECTORS

The initial Directors, as designated herein, shall commence service for a minimum of one (1) year upon the filing of these Articles. The method of electing subsequent Directors, including the replacement of Directors who resign, those who are removed from the Board, or those whose terms have expired and who do not seek re-election, shall be specified in the Bylaws. The Board of Directors shall appoint or elect all successor directors.

#### ARTICLE V INITIAL DIRECTOR/OFFICERS

Name and Addresses:

The names and addresses of the persons who are to serve as directors until the first annual meeting of members or until successors are elected and qualified are:

Regina Campbell Chairman 808 South K Street

Lake Worth, FL 33460

Kathleen Hansen 227 South J Street

Lake Worth, FL 33460

Marybeth LaBrecque 513 South L Street

Lake Worth, FL 33460

#### ARTICLE VI MEMBERSHIP

Membership classes, if any, shall be set forth in the Bylaws. Membership shall confer no rights other than those rights, if any, specifically delineated in the bylaws.

#### ARTICLE VII INDEMNIFICATION

There shall be no personal liability by members, officers, or directors for the obligations of the Corporation.

#### ARTICLE VIII DISSOLUTION

Upon the dissolution of the Corporation and after the payment or the provision for payment of all the liabilities of the Corporation. the Board shall dispose of all the assets of the Corporation exclusively for the purposes of the Corporation, or to the organization that are then qualified as tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (as may be amended). Any assets not so disposed of shall be disposed of by the court of competent jurisdiction in the county in which the principle office of the Corporation is then located.

#### ARTICLE IX AMENDMENTS

These Articles of Incorporation may be amended only be the affirmative vote of two thirds (2/3) of the entire Board of Directors, at a meeting of the board at which advance notice of the proposed amendment has been given.

#### ARTICLE X INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent are:
Regina Campbell
808 South K Street
Lake Worth, FL 33460

#### ARTICLE XI INCORPORATOR

The name and address of the Incorporator: Regina Campbell 808 South K Street Lake Worth, FL 33460

Signature/Incorporator

Regina Campbell

#### CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned Not For-Profit Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent and Registered Office in the State of Florida.

(1) The name of the Corporation is:

Inner Chord, Inc.

(2) The name and address of the Registered Agent and Registered Office is:

Regina Campbell 808 South K Street Lake Worth, FL 33460

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:

Regina Campbell

DATE: October 28, 2003