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2004 JAN 22 AM 11:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02-03-04  
T.B.

## TRANSMITTAL LETTER

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

**SUBJECT:** John Battle Theatre Ensemble, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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:** John W. Battle, III  
Name (Printed or typed)

2601 SW 195th Terrace  
Address

Miramar, FL 33029  
City, State & Zip

786-303-1396  
Daytime Telephone number

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

# **ARTICLES OF INCORPORATION**

**of**

**John Battle Theatre Ensemble, Inc.**

The undersigned acting as incorporator(s) to a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

## **ARTICLE 1 - CORPORATE NAME**

**The name of the corporation shall be :**

**John Battle Theatre Ensemble, Inc.**

## **ARTICLE II – PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

2601 SW 195 Terr.  
Miramar, FL 33029

## **ARTICLE III – PURPOSE**

The purposes for which this corporation is organized are to present quality and professional Theatre, musical productions, educational programs and services to the local community as well as other surrounding states. To develop the John Battle Theatre Ensemble into the top cultural arts providers in the community and to provide theatrical productions that varies in themes and reflects the diversity of the world.

The said organization shall be organized and operated exclusively for religious, charitable, cultural, educational and scientific 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. The organization is formed to engage in any and all lawful activities incidental to the foregoing purposes, except as restricted herein. All organization properties shall be irrevocably dedicated to the charitable purposes described in these articles. The net earnings of the organization will never be permitted to benefit of, or be distributable to its board, officers or other private individual to any extent except that the organization 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 these articles. No substantial part of the organization's activities will ever consist of providing insurance of a type similar to that provided commercially or of carrying on propaganda or attempting to influence legislation or other aspects of the political process. The organization will not take part or intervene in any political campaign.

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#### **ARTICLE IV – MANNER OF ELECTIONS**

Directors shall be elected by a majority vote.

#### **ARTICLE V – INITIAL DIRECTORS AND/OR OFFICERS**

The name and addresses of members of the board of trustees and officers of the corporation are as follows:

- 1) John W. Battle III – President – 2601 SW 195<sup>th</sup> Street, Miramar, FL 33029
- 2) Brandi Scott – Treasurer – 13934 SW 90<sup>th</sup> Avenue, Suite CC204, Miami, FL 33176
- 3) Marilyne Assad – Secretary – 5236 Flagler Street, Hollywood, FL 33021
- 4) Karen Worthey – Corr. Secretary – P.O. Box 681553, Miami, FL 33168

#### **ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is:

John W. Battle III  
2601 SW 195 Terr.  
Miramar, FL 33029

#### **ARTICLE VII – DURATION**

The period of the duration of this corporation is perpetual.

#### **ARTICLE VIII - AMENDMENT OF ARTICLES**

The power to amend the organization's Articles of Incorporation and Bylaws will rest with the Board of Trustees by a two-third (2/3) vote of those present at a regular or special meeting. No amendment may authorize any purpose or activity that is in conflict with section 501 (c) (3) of the Internal Revenue Code.

## ARTICLE IX - DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE X - INCORPORATOR

The name and address of the Incorporator is:

John W. Battle III  
2601 SW 195 Terr.  
Miramar, FL 33029

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

John Battle III

Signature/Registered Agent

1/10/04

Date

John Battle III

Signature/Incorporator

1/10/04

Date