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SECRETARY OF STATE

#### TRANSMITTAL LETTER

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

SUBJECT:	ORLANDO CONTEMPORARY DANCE COMPANY
Enclosed are for:	an original and two (2) copies of the articles of incorporation and a check
\$87.50 Filin	g Fee, Certified Copy & Certificate of Status
FROM:	Ms. Carol Cudjoe
	6277 Old Winter Garden Road
	Orlando, FL 32835
	407/299-1500

# ARTICLES OF INCORPORATION OF

ORLANDO CONTEMPORARY DANCE COMPANY, INC.

We, the undersigned natural persons all being of the age of eighteen years or more, acting as Incorporators under Florida Non-Profit Corporation, in compliance with Chapter 617-0202, F.S., adopt the following Articles of Incorporation.

#### ARTICLE I NAME

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ORLANDO CONTEMPORARY DANCE COMPANY, INC.

#### ARTICLE II PRINCIPAL OFFICE

6277 OLD WINTER GARDEN RD., ORLANDO, FL 32835

#### ARTICLE III PURPOSE

THE SPECIFIC PURPOSES, BUT NOT LIMITED TO, FOR WHICH THE CORPORATION HAS BEEN FORMED ARE ENUMERATED.

- A. TO ACT AND OPERATE EXCLUSIVELY AS A NON-PROFIT CORPORATION PURSUANT TO THE LAWS OF THE STATE OF FLORIDA AND TO ACT AND OPERATE AS A CHARITABLE ORGANIZATION BY ENHANCING THE COMMUNITY WITH FORMAL INSTRUCTION OF CULTURAL, CONTEMPORARY DANCE, PROMOTING THE SOCIAL DEVELOPMENT OF THE COMMUNITY.
- B. TO ENGAGE IN ANY AND ALL ACTIVITIES AND PURSUITS AND TO SUPPORT OR ASSIST OTHER ORGANIZATIONS, AS MAY BE REASONABLY RELATED TO THE FOREGOING AND FOLLOWING PURPOSES.
- C. TO ENGAGE IN ANY AND ALL OTHER LAWFUL PUROSES, ACTIVITIES AND PURSUITS WHICH IS SUBSTANTIALLY SIMILAR TO THE FOREGOING AND WHICH ARE OR MAY HEREAFTER BE AUTHORIZED BY SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE AND ARE CONSISTENT WITH THOSE POWERS DESCRIBED BY THE FLORIDA NON-PROFIT CORPORATION GUIDELINES, AS AMENDED AND SUPPLEMENTED.
- D. TO SOLICIT AND RECEIVE CONTRIBUTIONS, PURCHASE, OWN AND SELL REAL AND PERSONAL PROPERTY, TO MAKE CONTRACTS, TO INVEST CORPORATE FUNDS, TO SPEND CORPORATE FUNDS FOR CORPORATION PURPOSES AND TO ENGAGE IN ANY ACTIVITY "IN FURTHERANCE OF, INCIDENTAL TO, OR CONNECTED WITH ANY OF THE OTHER PURPOSES
- i. NO PART OF THE NET EARNINGS OF THE COPRORATION SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, OFFICERS OR OTHER PERSONS, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED TO THE CORPORATION AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH HEREIN;
- ii. NO SUBSTANTIAL PART OF THE ACTIVIES OF THE CORPORATION SHALL BE THE CARRYING OF PROPOGANDA, 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 EXCEPT AS AUTHORIZED UNDER THE INTERNAL REVENUE CODE OF 1954, AS AMENDED.
- iii. THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON BY A CORPORATION EXEMPT FROM FEDERAL

INCOME TAX UNDER 501(c)(3) OF THE INTERNAL REVENUE CODE OF 1954 AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW).

#### ARTICLE IV SHARES

THE CORPORATION SHALL NOT HAVE ANY CLASS OF MEMBERS OR STOCK.

#### ARTICLE V DIRECTORS ELECTION OR APPOINTMENT

THE BOARD OF DIRECTORS MUST EACH BE VOTING MEMBERS OF THE ORGANIZATIONS, OR MEMBERS OF OR EMPLOYEES OF VOTING ORGANIZATION MEMBERS. EXCEPT AS OTHERWISE PROVIDED BY THESE ARTILES OF INCORPORATION, THE NUMBER OF DIRECTORS SHALL BE AT LEAST BUT NOT LIMITED TO SIX (6). THE DIRECTORS WILL BE ELECTED BY THE MEMBERS AT THE ANNUAL MEETING, OR VIA POSTAL BALLOT PRIOR TO THE MEETING, AS DETERMINED BY THE BOARD OF DIRECTORS.

DIRECTORS ELECTED BY THE MEMBER SHALL CONSIST OF, BUT NOT LIMTED TO:

- i. ARTISTS
- ii. NOT-FOR-PROFIT PRESENTERS
- iii. COMMERCIAL PROMOTORS
- iv. PROMOTIONS AND PUBLICITY
- v. MANAGERS

### ARTICLE VI INITIAL OFFICERS/DIRECTORS

THE NAMES AND ADDRESSED OF THE OFFICERS/DIRECTORS WILL BE PROVIDED AT A LATER DATE.

## <u>ARTICLE VII REGISTERED AGENT</u>

CASEY HUMPHREY LEE 7608 WARDEN DRIVE ORLANDO, FL 32818

#### ARTICLE VIII INCORPORATOR

CAROL CUDJOE 2829 SUN LAKE LOOP LAKE MARY, FL 32746

Having been named as registered agent to accept service o 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.

Signature/Registered Agent

Date

3/3/04

significance vi Proposition vi Routin

Signature/Incorporator