

NO 4000005803

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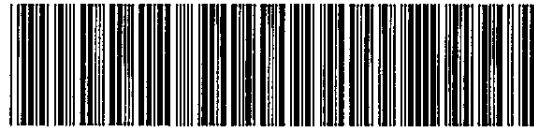
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TALLAHASSEE, FLORIDA

## CAPITAL CONNECTION, INC.

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

Gulf Coast Kindermusik

Signature \_\_\_\_\_

Requested by: SW

6/10

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 \_\_\_\_\_

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**ARTICLES OF INCORPORATION  
OF  
GULF COAST KINDERMUSIK EDUCATORS ASSOCIATION, INC.,  
A FLORIDA NONPROFIT ORGANIZATION**

The undersigned subscriber, being the incorporator of these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida, Florida Statutes, Chapter 617 as follows:

**ARTICLE I  
NAME**

The name of this corporation is GULF COAST KINDERMUSIK EDUCATORS ASSOCIATION, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND ADDRESS**

The physical address of this corporation is 1191 Eglin Parkway, Unit G, Shalimar, Florida 32579 and the mailing address is 57 Sixth Avenue, Shalimar, Florida 32579.

**ARTICLE III  
DURATION**

This corporation shall exist perpetually, and the corporate existence will commence on the filing of these Articles by the Secretary of State of Florida.

**ARTICLE IV  
CORPORATE PURPOSE AND POWERS**

This corporation is organized for the following purposes:

- 1 Any and all lawful purposes not for pecuniary profit.
2. Early childhood development through music education.

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**ARTICLE V**  
**RESTRICTIONS ON CORPORATE PURPOSE**

1. The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restriction and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and regulations issued pursuant thereto as they now exist or as they may be amended.

2. No part of the corporation shall inure to the benefit of, or be distributable to, any director, officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

3. The corporation shall distribute its income for each taxable year at such time and in such manner as not become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code or corresponding provisions with any subsequent tax laws.

4. The corporation shall not engage in any act of self dealing as defined in Section 3941(d) of the Internal Revenue Code, or any subsequent tax laws.

5. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code or corresponding provisions with any subsequent tax laws.

6. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code or corresponding provisions with any subsequent tax laws.

7. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding provisions with any subsequent tax laws.

8. Notwithstanding any other provision of these Articles of Incorporation, the corporate shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and regulations issued pursuant thereto as they may exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and regulations issued pursuant thereto as they may exist or as they may hereafter be amended.

9. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized or operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future U.S. Internal Revenue law) as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations as the court shall determine which are organized and operated exclusively for such purposes.

#### **ARTICLE VI** **DIRECTORS**

The method of the election of the directors of the Corporation is set forth in the bylaws. The number of initial directors shall be three (3).

Jennye Shaling  
107 Boca Lagoon Drive  
Panama City Beach, Florida 32408

Susan Bryan  
62 Culpepper Street  
Pensacola, Florida 32533

Elizabeth Burritt  
57 Sixth Avenue  
Shalimar, Florida 32579

#### **ARTICLE VII** **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 4 Eleventh Avenue, Suite 1, Shalimar, Florida 32579, and the name of the initial registered agent at that address is DANIEL C. PERRI.

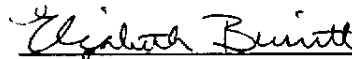
#### **ARTICLE VIII** **INITIAL INCORPORATOR**

The address of the initial incorporator of this corporation is 57 Sixth Avenue, Shalimar, Florida 32579, and the name of the initial incorporator at that address is ELIZABETH BURRITT.

#### **ARTICLE IX** **MEMBERS**

The corporation shall have members. Members of the corporation shall be required to meet qualifications as set forth in the Bylaws.

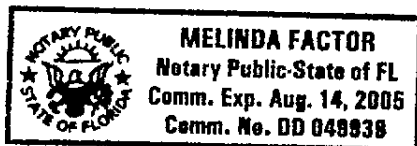
IN WITNESS WHEREOF, the undersigned, being all of the incorporator hereinbefore named, have hereunto set their hand and seal on this the 9th day of June, 2004, for the purpose of forming a corporation to do business both within and without the State of Florida and do make and file in the Office of the Secretary of State of Florida these Articles of Incorporation and certify that the facts herein stated above are true.

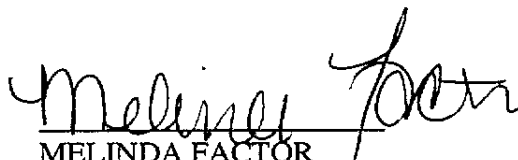
  
ELIZABETH BURRITT  
Incorporator

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared ELIZABETH BURRITT, who has produced a valid driver's license as identification to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 9th day of June, 2004.



  
MELINDA FACTOR  
NOTARY PUBLIC  
My Commission Expires: 8/14/05

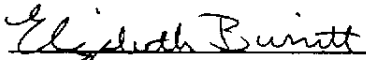
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is GULF COAST KINDERMUSIK EDUCATORS ASSOCIATION, INC.
2. The address of the registered office is 4 Eleventh Avenue, Suite 1, Shalimar, Florida 32579.
3. The name of the registered agent at the registered office is DANIEL C. PERRI.

Dated: June 9, 2004.

GULF COAST KINDERMUSIK  
EDUCATORS ASSOCIATION, INC.

  
By: ELIZABETH BURRITT  
Incorporator

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: June 9, 2004

  
DANIEL C. PERRI  
Registered Agent

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