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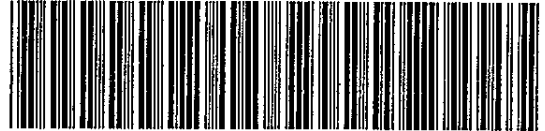
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TRANSMITTAL LETTER

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

SUBJECT: Stagedoor Performing Arts, 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: Wayne Otto
Name (Printed or typed)
501 S. Bryan Cr
Address
Brandon FL 33511
City, State & Zip
813 628-8717
Daytime Telephone number

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05 JUN 21 PM 1:59
DEPT OF STATE
TALLAHASSEE, FLORIDA

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

**Articles of Incorporation
of
Stagedoor Performing Arts, Inc.
(A Not For Profit Corporation)**

The undersigned person, acting as an incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

**Article I.
Name of Corporation**

The name of the corporation is Stagedoor Performing Arts, Inc.

**Article II.
Duration**

The corporation shall have perpetual duration

**Article III.
Purpose of Corporation**

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of performing arts and for other charitable purposes, by the distribution of its funds for those purposes, and particularly for the promotion of performing arts in the Brandon, Florida area.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes which will qualify it as an exempt organization under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Section.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

**Article IV.
Membership**

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

**Article V.
Principal Office**

The street address of principal office is 501 S. Bryan Court, Brandon, Florida 33511

Circle

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**Article VI.
Directors**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be six (6); provided, however, that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here, as the first board of directors shall hold office until the first meeting of members.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of 2 years until second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at the time and date referred to in the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

Name	Address
Wayne Otto	501 S. Bryan Circle, Brandon, FL 33511
Bruce Miller	608 W. Jersey Ave, Brandon, FL 33510
Domin Pazo	11114 Roberts Lane, Riverview, FL 33569
Rick Faurote	925 Meizner Real Ave. Bld 2, Apt. 302, Brandon, FL 33511
Josie Costa, Treasurer	7512 Robindale Road, Tampa, FL 33619
Theresa Miller, Secretary	608 W. Jersey Ave, Brandon, FL 33510

**Article VII.
Incorporator**

The name and address of the incorporator of this Corporation is:

Wayne Otto
501 S. Bryan Circle
Brandon, FL 33511

**Article VIII.
Officers**

The board of directors shall elect the following officers: president, vice-president – Acquisitions, vice-president – artist design, vice-president – technical design, treasurer, secretary and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

Name	Address
Wayne Otto, President	501 S. Bryan Circle, Brandon, FL 33511
Bruce Miller, Vice President – Acquisitions	608 W. Jersey Ave, Brandon, FL 33510
Domin Pazo, Vice President – Artist Design	11114 Roberts Lane, Riverview, FL 33569
Rick Faurote, Vice President – Technical Design	925 Meizner Real Ave. Bld 2, Apt. 302, Brandon, FL 33511
Josie Costa, Treasurer	7512 Robindale Road, Tampa, FL 33619
Theresa Miller, Secretary	608 W. Jersey Ave, Brandon, FL 33510

Article IX. Corporate Action

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

Article X. Prohibition

The property of this corporation is irrevocably dedicated to advancing performing art in the community and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

Article XI. Disposal of Assets

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

Article XII. Amendment

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

Article XIII Capital Stock

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

Article XIV Liabilities of Debts

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

Article XV
Registered Office and Registered Agent

The initial address of registered office of this Corporation is 501 S. Bryan Circle, Brandon, FL 33511.
The name of the initial registered agent is Wayne Otto.

Article XVI
Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State,
State of Florida.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for
profit charitable corporation under the laws of Florida, have executed these articles of incorporation on
18 day of January 2005.

Wayne Otto
Wayne Otto, Incprporator

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.

Wayne Otto
Wayne Otto, Registered Agent

1/18/05
Date

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05 JAN 21 PM 1:58
CLERK OF THE STATE
TALLAHASSEE, FLORIDA