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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 MAY 17 PM 3:12

B. McKnight MAY 18 2005

## TRANSMITTAL LETTER

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

**SUBJECT:** TAMPA BAY ART& CULTURAL YOUTH ENRICHMENT PROGRAM, 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:** Donald L. Perkins, Jr  
Name (Printed or typed)

P.O. 442  
Address

Oldsmar, FL 34677  
City, State & Zip

727-512-3566  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**TAMPA BAY ART & CULTURAL YOUTH ENRICHMENT PROGRAM, INC.**  
**A FLORIDA NONPROFIT CORPORATION**

The undersigned incorporators of these Article of Incorporation, each a natural competent person to contract, hereby associate themselves together to form a Corporation Not for Profit pursuant to Chapter 617 of the Law of the State of Florida.

**Article 1.**

The name of the Corporation shall be: Tampa Bay Art & Cultural Youth Enrichment Program, Inc.

**Article 2.**

**PRINCIPAL OFFICE:** The Principal office of said Corporation shall be located at 3617 Meriden Ave, Oldsmar, Florida 34677. The mailing address is: P.O. Box 442, Oldsmar, FL 34677. The Directors of the Corporation may change the location of the principal office of said Corporation from time to time. The registered office of the Corporation shall be 3617 Meriden Ave. Oldsmar, Florida 34677 and the registered agent shall be Donald L. Perkins Jr. whose business address is 3617 Meriden Ave, Oldsmar, FL 34677.

**Article 3.**

The purpose of the Corporation is as follows:

This corporation is a Not -For-Profit Corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are:

1. To have and exercise all the rights and powers conferred on non-profit corporations Pursuant to Chapter 617 and 607 of the laws of the State of Florida now in effect or; may at anytime hereafter be amended.
2. To do all other acts without limitation, which are necessary or expedient for the administration of the affairs and attainment of the goals and purposes of this Corporation.
3. To purchase, lease or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey, or otherwise dispose of real and personal property of every kind, nature, or description, as may be necessary or desirable to promote the primary purpose of the Corporation.

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CORPORATIONS  
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4. To make and perform contracts of every kind for any lawful purpose without limit as to amount, with any persons, firm, association, corporation, municipality, state, government, or municipal or political subdivision.

5. Tampa Bay Art & Cultural Youth Enrichment Program is a interest group which has as its core value the protection and advancement of the human capital we have in children all over the State of Florida. As a public interest group, the purpose of the organization is to help fill the void in Florida in lives of youth at risk. It will provide a platform that will give a wealth of knowledge and self-esteem to those youth that participate, they will be expose to art in all forms and cultural differences that will provide them a better grounding for a more productive and viable life within the communities they live.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms of provision of any other clause, but shall be regarded as independent purposes and powers.

Notwithstanding any of the foregoing statements of purposes and powers, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this Corporation as set forth in Article II, and nothing contained in the foregoing statement of Purposes shall be to authorize this corporation to carry on any activity for the profit of it members, or to distribute any gains, profits, or dividends to its members as such, except for distribution of assets on dissolution and winding up.

#### PRIVATE FOUNDATION STATUS:

1. The purposes for which the corporation is organized and to raise funds subject to the restrictions and limitations hereinafter and to use the principal thereof exclusively for charitable, or educational purposes either directly or by contributions to other organizations that qualify as exempt or organizations under Section 501 {c} (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended for the goal of helping the youth of Florida.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, a 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 of 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 to become subject to tax on un-distributed income imposed by the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

4. The Corporation shall not engage in any act or self-dealing as defined in Section 4941 (d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

5. The Corporation shall not retain any excess business holdings defined in Section 4943 {c} of the Internal Revenue Code, or corresponding provisions of any subsequent federal 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 of any subsequent federal tax laws.

7. The Corporation shall not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

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

9. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment 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 and 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 corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

#### Article 4

**POWERS:** The Corporation shall have and exercise all the powers Non-Profit Corporation under the laws of the State of Florida which are convenient or necessary to effect the purposes of the Corporation.

**LIMITATIONS OF POWERS:** No part of the assets or net earnings of the Corporation shall be distributable to or inure to the benefit of, its members, trustees, officers, or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set for the in Article III hereof.

#### **Article 5**

#### **QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION:**

**Section 1.** The initial members of the Corporation shall be the incorporator set forth in Article VII hereof. The membership shall be open to parties interested in the objective of the Corporation, subject to the qualifications for membership set forth in the By-Laws of the Corporation.

**Section 2.** The By-Laws of the Corporation may prescribe additional qualifications for membership and may provide for additional classes of members.

**Section 3.** Prospective members shall be admitted to membership according to procedures and limitation established in the By-Laws.

#### **Article 6**

**TERM OF EXISTENCE:** The term of which this Corporation is to exist shall be perpetual, unless sooner dissolved pursuant to provisions of Florida Statute 617, as amended.

#### **Article 7**

**NAMES AND ADDRESS OF INCORPORATORS:** The name and address of the incorporators to these articles are as follows:

Donald L. Perkins, Jr.  
P.O. BOX 442  
Oldsmar, FL 34677

Maria "Cristina Querrer" Madison  
1890 Morning Dove Dr.  
Palm Harbor, FL 34683

#### Article 8

**OFFICERS AND DIRECTORS:** a governing Board called the Board of Directors, who shall be elected at the Annual Meeting of the Corporation, shall manage the affair of this Corporation. Vacancies on the Board of Directors may be filled in such manner as provided by the By-Laws. The officers shall be: President, a Vice President, a Secretary and Treasurer. The Board of Directors shall elect said officers. The officers and members of the Board shall perform such duties, hold office for such terms, and take office at such times as shall be provided by the By-Laws of the Corporation.

#### Article 9

**NAME AND ADDRESS OF INITIAL DIRECTORS:** The number of Directors shall initially be two (2). The number may be increased or decreased as provided in the By-Laws of the Corporation. The names and addresses of the persons who shall serve as initial directors are:

Donald L. Perkins, Jr.  
P.O. BOX 442  
OLDSMAR, FL 34677

Maria "Cristina Querrer" Madison  
1890 Morning Dove Dr.  
Palm Harbor, FL 34683

#### Article 10

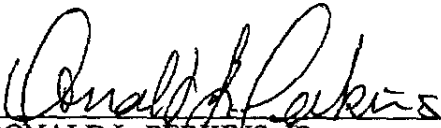
**BY-LAWS:** The By-Laws of this Corporation may be altered, amended or repealed, and new By-Laws may be adopted in accordance with the provisions of the initial By-Laws.

#### Article 11

**AMENDMENT OF ARTICLES OF INCORPORATION:** These Articles may be amended by a majority of the members qualified to vote in accordance with the By-Laws, who are present and voting at any regular or special meeting of the corporation, provided, however, that these Articles of Incorporation shall not be amended unless written notice is first given of the proposed Amendment by U.S. mail or a facsimile addressed to each and every member of the corporation at the address on the official membership log of the corporation, not fewer than five (5) days nor more than thirty (30) days prior to the regular or special meeting of the Corporation; or such notice shall be sufficient, if it is published not fewer than ten (10) days or more than thirty (30) days prior to the regular or special meeting of the Corporation, in such publication as may be designated by the Board of Directors as the official journal of the Corporation.

Article 12

IN WITNESS WHERE OF We, the undersigned incorporators, having hereunto set our hands and seal this 13<sup>TH</sup> day of May 2005, for the purposes of forming this Non-Profit Corporation under the law of the State of Florida, and we hereby make and file in the office of the Secretary of State, of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

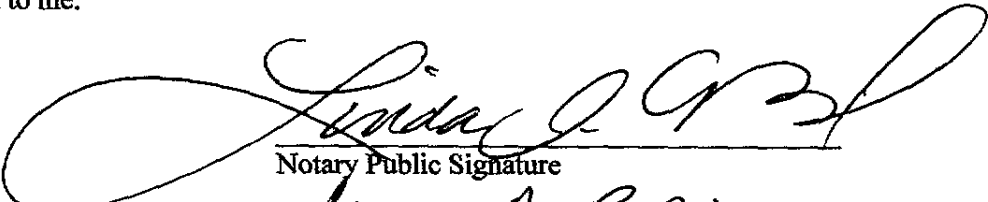
  
DONALD L. PERKINS, JR.

  
MARIA "CRISTINA QUERRER" MADISON

STATE OF FLORIDA

COUNTY OF ~~PINELLAS~~  
HILLSBOROUGH

The foregoing instrument and acknowledged before me this 13<sup>TH</sup> day of May 2005, by Donald L. Perkins, Jr. and Maria "Cristina Querrer" Madison who are personally known to me.

  
Notary Public Signature

Linda A Brito

Notary Public Name Printed

DD 133570

Commission Number

My Commission Expires:



Linda A. Brito  
My Commission DD133570  
Expires August 23, 2006



STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process  
Within the State, naming Agent upon who Process may be served.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

**TAMPA BAY ART & CULTURAL YOUTH ENRICHMENT PROGRAM, INC.**


A Non-Profit Corporation organized (or organizing) under the laws of the State of  
Florida within its principal office at 3617 Meriden Ave, Oldsmar, FL 34677 has named  
Donald L. Perkins, Jr. of 3617 Meriden Ave, FL 34677 as its agent to accept service of  
process within this State.

I agree as Resident Agent to accept Service of Process; to keep office open during  
prescribed hours; to post my name (and any other officers of said corporation authorized  
to accept service of process at the above Florida designated address) in some conspicuous  
place in office as required by Law.

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.

  
Signature/Registered Agent

May 13, 2005  
Date

  
Signatures of Incorporators  
Donald L. Perkins, Jr. and

MAY 13, 2005  
Date

  
Maria "Christina Querrer" Madison

May 13, 2005  
Date