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2005 JUL 18 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Hampton JUL 19 2005

TRANSMITTAL LETTER

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

SUBJECT: The Society of the North Port Performing Arts Association, 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: James Thiele

Name (Printed or typed)

4601 MacCaughey Drive

Address

North Port, FL 34287-3214

City, State & Zip

(941) 426-6486

Daytime Telephone number

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

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2005 JUL 18 PM 2:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

The Society of the North Port Performing Arts Center, Inc.

A Florida Corporation Not for Profit

THE UNDERSIGNED, being sui juris and residing in the State of Florida, hereby made and file these Articles of Incorporation for the purpose of forming A Corporation not for profit under the Laws of the State of Florida.

ARTICLE ONE

NAME

The name of this Corporation shall be **The Society of the North Port Performing Arts Center, Inc.**

ARTICLE TWO

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation shall be at **North Port Performing Art Center, North Port High School, 6400 West Price Boulevard, North Port, Florida 34286** and the mailing address for the corporation shall be **The Society of the North Port Performing Arts Center, North Port High School, 6400 West Price Boulevard, North Port, Florida 34286.**

ARTICLE THREE

PURPOSES

The purposes for which the corporation is organized are exclusively charitable, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law.

In furtherance of these purposes, the corporation provides services to the North Port Performing Arts Center and its patrons through charitable, educational and cultural activities at the Center.

Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by any organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law.

This Corporation shall be empowered to engage in all lawful activity in the furtherance of the purposes described herein.

ARTICLE FOUR

MEMBERS, DIRECTORS, OFFICERS

Voting membership in this Corporation shall be limited to individual volunteers from the city of North Port and surrounding areas who provide services to the North Port Performing Arts Center.

The affairs of the Corporation shall be managed by a board of directors elected by the members of the Corporation. The number of directors shall not be less than five or more than nine. The manner of electing directors and filling vacancies on the board of directors, the directors' term of office and other matters concerning the duties, powers, responsibilities and procedures of the board of directors shall be as provided in the by-laws, or by applicable law.

The officers of the Corporation shall include a chair, and a secretary, who shall perform the duties of the chief executive officer and the secretary of a corporation, respectively, as defined in Florida law and whose duties shall also include such additional responsibilities as are imposed by the by-laws. Additional officers and their responsibilities and the method of selecting officers and setting their terms of office shall be as provided in the by-laws, or by applicable law.

ARTICLE FIVE

INITIAL REGISTERED OFFICE, REGISTERED AGENT PRINCIPAL OFFICE AND MAILING ADDRESS

The registered office shall be located at **4601 MacCaughy Drive, North Port, FL 34287**. The registered agent at such office shall be **James Thiele**.

ARTICLE SIX

NON-PROFIT STATUS OF CORPORATION

This Corporation is formed as a not-for-profit corporation under Chapter 617, Florida Statutes. No part of the income of this corporation shall be distributable to any member director or officer of the Corporation solely by reason of the position of such person as a member, director or officer.

In the event this Corporation shall in the future be qualified as an organization exempt from taxation under Sections 501 (c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue law, and in the event of a subsequent dissolution of this Corporation, the residual assets of this Corporation shall be distributed to one or more organizations which themselves are exempt from taxation as organizations described in Sections 501 (c)(3) and 170(c)(2) of the Internal Revenue code of 1986, or corresponding provisions of any future United States Internal Revenue law; or to the federal, State or local government for exclusively public purposes. Any assets not so disposed of shall be disposed of according to the terms on an order of a court having jurisdiction over the corporation, which order shall provide for distribution of assets for the public purposes set forth herein.

Upon the dissolution of this Society, the residual assets of the Society and payment of all claims and debts owed by the Society shall be distributed to an organization or organizations as exempt from federal income tax under Sections 501 and 170 of the Internal Revenue Code of 1986, or similar provisions of future laws, or to a public or governmental body for purely public or charitable purposes.

ARTICLE SEVEN

DURATION OF EXISTENCE

The term of the existence of this Corporation shall commence upon the filing of these Article of Incorporation with the Secretary of State of the State of Florida, and shall be perpetual.

ARTICLE EIGHT

AMENDMENTS

Amendments of these articles of incorporation shall be adopted by unanimous approval of the then-existing voting members of the Corporation in good standing at a special meeting called for the purpose of considering the proposed amendments.

ARTICLE NINE

BY-LAWS

The operation and management of the affairs of the Corporation shall be provided in the by-laws of the Corporation, which shall not be inconsistent with the provisions of these articles. The by-laws shall be adopted, modified or rescinded by the directors, upon a two-thirds vote of those members present and voting at a meeting where the question of such adoption, modification or rescission shall be considered.

ARTICLE TEN

INCORPORATORS

The names and residence addresses of the Incorporators to these Article of Incorporation are:

Judith Scheil 4601 MacCaughey Drive
North Port, FL 34287

Mary Maples 6861 Marius Road
North Port, FL 34287

Mina Sundeen 4153 Corvette Lane
North Port, FL 34287

IN WITNESS WHEREOF, we have subscribed our names this 14th
day of July, 2005.

Judith Scheil
Judith Scheil

Mary Maples
Mary Maples

Mina Sundeen
Mina Sundeen

STATE OF FLORIDA
COUNTY OF SARASOTA

On this 14th day of July, 2005 before me a Notary Public in and for said County and State, personally appeared Judith Scheil, Mary Maples, and Mina Sundeen, as Incorporators, known to me to be the persons whose names are subscribed to the within instrument, and who acknowledged that they executed in the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.



Flora M. Ackling
NOTARY PUBLIC

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

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 the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent under the laws of Florida.

Dated: 14-July-05 - James W. Thiele
James Thiele

STATE OF FLORIDA
COUNTY OF SARASOTA

July The foregoing instrument was acknowledge before me this 14 day of July, 2005 by James Thiele, who is personally known to me.

Signed Flora M. Ackling
NOTARY PUBLIC

