# N05000010455

(Requestor's Name)				
(Address)				
(Address)				
(City/State/Zip/Phone #)				
PICK-UP WAIT	MAIL			
(Business Entity Name)				
(Document Number)				
Certified Copies Certificates of Status				
Special Instructions to Filing Officer:				

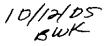




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FILED 05 OCT 10 AN 7: 25 SECHETARY OF STATE



# **COVER LETTER**

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

SUBJECT: The Shortcakes, Inc.				
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)				
Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for:				
タラック \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy	S87.50 Filing Fee, Certified Copy & Certificate	
	:	ADDITIONAL CO	PY REQUIRED	
FROM: Mark Levine  Name (Printed or typed)				
821 Raymond Ave., Suite 320 Address			_	
St. Paul, MN 55114 City, State & Zip				
651-632-5211  Daytime Telephone number				

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

### ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

### ARTICLE I NAME

FILED

The name of the corporation shall be:

05 OCT 10 AM 7: 25

The Shortcakes, Inc.

### ARTICLE II PRINCIPAL OFFICE

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The principal place of business and mailing address of this corporation shall be:

12020 Windermere Crossing Circle, Winter Garden, FL, 34787

### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

As an educational corporation to advance knowledge of a participation in acapella music. Further, sald corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Directors will be elected by the members.

### ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Richard Rhein, 12020 Windermere Crossing Circle, Winter Garden, FL 34787 Gary Marchetti, 120 Palm St., Windermere, FL 34786 Giove Pici, 2530 Dovetail Drive, Ocoee, FL 34761 Ronald Hyotala, 12885 Penshurst Lane, Windermere, FL 34786

## ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Richard Rhein, 12020 Windermere Crossing Circle, Winter Garden, FL 34787

### ARTICLE VII INCORPORATOR

The <u>name and address</u> of the Incorporator is:

Mark Levine, 821 Raymond Ave., Suite 320, St. Paul, MN 55114

\*\*\*\*\*\*\*\*\*\*\*\*\*\*\* Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this cartificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

<u>Jeptenber 23,2005</u> Date 10-5-05

### ARTICLE VIII—PROPERTY OF THE CORPORATION

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

### ARTICLE IX—ACTIVIES PERMITTED UNDER IRS CODE 501(C)(3)

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 forth in Article Three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### ARTICLE X—DISTRIUBTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.