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05 NOV 29 AM 7:18

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WKS 52223

COVER LETTER

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

SUBJECT: Surfscape Contemporary Dance Theatre, 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: Rachael McClellan Leonard
Name (Printed or typed)

1822 Tara Marie Lane
Address

Port Orange FL 32128
City, State & Zip

386-233-4885/ 386-788-9325
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 1, 2005

RACHAEL MCCLELLAN LEONARD
1822 TARA MARIE LANE
PORT ORANGE, FL 32128

SUBJECT: SURFACE CONTEMPORARY DANCE THEATRE.
Ref. Number: W05000053263

We have received your document for SURFACE CONTEMPORARY DANCE THEATRE. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring
Document Specialist
NEW FILINGS

Letter Number: 705A00070001

ARTICLES OF INCORPORATION of Surfscap Contemporary Dance Theatre, Inc. The undersigned, both of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

FILED
05 NOV 29 AM 7:18
CLERK OF STATE
TALLAHASSEE, FLORIDA

I NAME. The name of the corporation shall be SURFSCAPE CONTEMPORARY DANCE THEATRE, INC.

II PLACE. The place in this state where the principal office of the Corporation is to be located is the City of Port Orange in the County of Volusia. The mailing address shall be 1822 Tara Marie Lane in Port Orange, Florida 32128.

III PURPOSE. The said 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. The Corporation shall encourage knowledge and practice of dance, with specific emphasis on modern and contemporary dance. Focus will be placed on widening the audience for dance by increasing its accessibility to local students of all ages. The corporation will, by meeting the included stated educational objectives, act as a model and education source for aspiring dancers and dance enthusiasts alike.

IV DIRECTOR ELECTION. The directors of the Corporation are the founders of the Corporation and are, therefore, self-appointed. Future election of directors would require an amendment to this document.

V INITIAL DIRECTORS. Each director of the Corporation, of which there are two, shall hold the title of Artistic Director. Rachael McClellan Leonard of 1822 Tara Marie Lane in Port Orange, Florida 32128 shall be the first Artistic Director and Kristin Bender Polizzi of 563 Caro Court in New Smyrna Beach, Florida 32168 shall be the second Artistic Director.

VI INITIAL REGISTERED AGENT. The initial registered agent of the Corporation shall be Rachael McClellan Leonard of 1822 Tara Marie Lane in Port Orange, Florida 32128.

VII INCORPORATOR. The Incorporator of the Corporation shall be Rachael McClellan Leonard of 1822 Tara Marie Lane in Port Orange, Florida 32128.

VII EARNINGS. 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 III 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 tax code.

VIII DISSOLUTION OF ASSETS. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of 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 a state or local government, for 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.

IX ORGANIZATIONAL TEST/EXAMPLE 3. An organization's articles state that its purpose is to receive contributions and pay them over to organizations that are described in section 501(c)(3) and exempt from taxation under section 501(a). The organization meets the organizational test.

X ORGANIZATIONAL TEST/EXAMPLE 5. If the articles state the organization is formed for charitable purposes, without any further description, such language ordinarily will be sufficient since the term charitable has a generally accepted legal meaning. On the other hand, if the purposes are stated to be charitable, philanthropic and benevolent, the organizational requirement will *not* be met since the terms philanthropic and benevolent have no accepted legal meaning and, therefore, the stated purposes under the laws of the state, permit activities that are broader than those intended by the exemption law.

XI ORGANIZATIONAL TEST/EXAMPLE 6. If the articles state an organization is formed to promote American ideals, or to foster the best interests of the people, or to further the common welfare and well-being of the community, without any limitation or provision restricting such purposes to accomplishment only in a charitable manner, the purposes will *not* be sufficiently limited. Such purposes are vague and may be accomplished other than in an exempt manner.

XII EDUCATIONAL OBJECTIVES. The corporation shall implement programs and methods to achieve the purpose identified in article III. Included in these are:

- offering lecture demonstrations in area schools, public facilities and various non-profit venues
- inviting local students and specified groups to weekday matinee performances at no charge
- offering a percentage of tickets for evening and weekend performances to area youth, seniors and designated populations at reduced prices, group rates and at no charge
- inviting community dancers from area schools, studios, and colleges to study and perform with the company of dancers
- utilizing and acting in liaison with local businesses and artists for musical accompaniment, set designs, costumes, and other artistic enhancement to further the educational scope
- offering summer workshops and master classes with company dancers, directors, and guests
- hosting outside dance companies and guest choreographers to further expose and educate our audience
- producing high quality dance performances that encourage interest, research and the practice of dance

XIII MISSION STATEMENT. "Delivering the Art of Modern Dance to the Volusia County Audience."

XIV FISCAL YEAR. The corporation will follow a standard calendar year consisting of twelve months that begin on January first and end on the thirty-first of December each year.

XV STRUCTURE. The corporation will be headed by two equal artistic directors whose duties include but are not limited to: auditioning, hiring and terminating dancers, setting choreography, and fund-raising, grant writing, community resource building, community outreach facilitation, education and purpose fulfillment, yearly budgeting, and dance concert production in all stages through completion. The corporation will hire as part time employees and/or independent contractors 8 to 14 dancers in each given year. Pay scale and contract details are listed in each corresponding job description and/or hire packet. In addition, an outside party will be contracted to keep books, co-sign paychecks, and prepare yearly tax documents.

XVI FUNDING. Funding for the corporation will be sought from art, dance and educational grants, corporate sponsorship, local individual contributions, yearly fund-raising and gala events, and applicable *in kind* donations. The corporation will follow all Florida State and Federal Law regarding recognition of tax exemption from federal income tax under Section 501(c)3 of the Internal Revenue Code of 1954, donations to which are deductible from taxable income under Section 170(c)2 of said code (or corresponding provisions of future US internal revenue law hereafter.)

The corporation is created and shall continue to be a non-profit and educational entity with funding provided by parties interested in the implementation and development of the arts, most specifically dance.

XVII PURCHASES. Any purchases made by or for the corporation must adhere to the boundaries of the fiscal budget, developed each year prior to its start. Purchases must be documented in writing, supported by a hard copy receipt or equivalent, and approved by *both* acting artistic directors *prior* to purchase. Purchases will only be tax exempt following proper application and approval of the Florida State Tax Department.


XVIII BOARD OF TRUSTEES. The corporation shall have no board of trustees at this time, however, should such a board be established, a separate document must be written governing all duties and rules for the board. No compensation shall be paid to any member of such a board, nor will any such board hold absolute power. Rather the board of trustees and artistic directors would share decision-making responsibilities, with artistic decisions left to the directors. A document shall be furnished prior to the implementation of any board or similar entity.

IXX AMMENDMENTS AND ADDENDUMS. Amendments, addendums, or other such changes to this document will only be adopted if both directors are in agreement of the change. In such case, this shall be documented, dated, and added accordingly. All changes must confine to the laws that prevail in the State of Florida and the laws dictated by applicable Internal Revenue codes.


XX AFFILIATIONS. The corporation claims no affiliation to any specific or non-specific organization other than itself. Decisions for the corporation shall be made with the purpose of intent as a guide. No private interest or personal gain (financial, social, political or other) on the part of the directors, dancers, accountants, or artist liaisons shall be tolerated.

XXI TERMINATION OF CORPORATION. The corporation may not be bought or sold as it is non-profit and artist specific. Severance of the corporation must be a mutual decision of the two equal directors of the above mentioned, and with severance of the corporation, so would be severance of the name and all therein. A mutual decision to continue the corporation under different leadership would result in the need for additional documentation as well as amendments to this document. With termination, all assets should be distributed in the manner stated in article VIII of this document labeled Dissolution of Assets.

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
Rachael McClellan Leonard

Date 12/12/05


Signature/Incorporator
Rachael McClellan Leonard

Date 12/12/05

7:50
05 NOV 29 AM 7:18
TALLAHASSEE, FLORIDA