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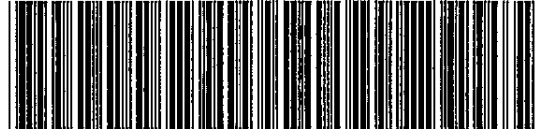
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FILED  
MAY 10 2011:13  
TALLAHASSEE, FLORIDA

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MAY 10 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5/15/06



CORPORATION SERVICE COMPANY

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06 MAY 10 PM 3:16

ACCOUNT NO. : 072100000032

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REFERENCE : 096512 11548A

AUTHORIZATION

COST LIMIT : \$ 78.75

ORDER DATE : May 10, 2006

ORDER TIME : 10:02 AM

ORDER NO. : 096512-005

CUSTOMER NO: 11548A

DOMESTIC FILING

NAME: INDUSTRIAL ART CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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06 MAY 10 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 11, 2006

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: INDUSTRIAL ART CENTER, INC.  
Ref. Number: W06000021956

We have received your document for INDUSTRIAL ART CENTER, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6973.

Claretha Golden  
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Letter Number: 906A00033492

RECEIVED  
06 MAY 12 PM 12:47  
LETTER TO THE SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**INDUSTRIAL ART CENTER, INC.**

**FILED**

**06 MAY 10 PM 3:16**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

We, the undersigned, with other persons being desirous of forming a corporation not for profit, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

**ARTICLE I**

**NAME**

The name of the Corporation shall be INDUSTRIAL ART CENTER, INC.

**ARTICLE II**

**PURPOSES**

Section 1. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any Member of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its 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 be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 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 undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 4. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 5. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 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 of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 7. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 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(d)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

Section 9. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of 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 of 1986 or corresponding provisions of any subsequent federal tax laws, as the Board of Directors shall determine. Any of such assets not so

disposed of shall be disposed of by the Circuit Court 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.

### **ARTICLE III**

#### **TERM OF EXISTENCE**

The Corporation shall have perpetual existence, commencing May 10, 2006.

### **ARTICLE IV**

#### **MEMBERS**

The Corporation shall have Members. The membership of the Corporation shall constitute all persons hereinafter named as Subscribers, as Directors, and such other persons who, from time to time hereafter, meet such criteria for membership, qualification and manner of admission as shall be determined by the Board of Directors and provided for in the Bylaws of the Corporation.

### **ARTICLE V**

#### **BOARD OF DIRECTORS**

Section 1. The business affairs of the Corporation shall be managed by the Board of Directors.

Section 2. The Corporation shall have three (3) members of the Board initially. The number of Directors may be changed from time to time as provided by the Bylaws, but their number may never be less than three (3).

Section 3. Only persons who are Members of the Corporation shall be eligible to serve on the Board of Directors.

Section 4. The names and addresses of the initial Board of Directors who are to serve as Directors until the first meeting of the membership is as follows:

Jackie Ballard  
5437 29th Avenue South  
Gulfport, FL 33707  
(727) 422-5114

Scott Bacon  
5022 20<sup>th</sup> Street North  
St. Petersburg, FL 33714  
(727) 744-9460

Heidi Bakkenson-Marks  
2823 4<sup>th</sup> Avenue North  
St. Petersburg, FL 33713  
(727) 321-6255

Section 5. Members of the Board of Directors shall be elected and hold office as provided in the Bylaws.

## **ARTICLE VI**

### **OFFICERS**

Section 1. The officers of the Corporation shall be a President, Vice President, a Secretary, a Treasurer, and such number of additional Vice Presidents or other officers as may be provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

President: Jackie Ballard  
5437 29th Avenue South  
Gulfport, FL 33707  
(727) 422-5114

Vice President: Scott Bacon  
5022 20<sup>th</sup> Street North  
St. Petersburg, FL 33714  
(727) 744-9460

Secretary: Heidi Bakkenson-Marks  
2823 4<sup>th</sup> Avenue North  
St. Petersburg, FL 33713  
(727) 321-6255

Treasurer: Heidi Bakkenson-Marks  
2823 4<sup>th</sup> Avenue North  
St. Petersburg, FL 33713  
(727) 321-6255

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

Section 4. The officers shall have such duties, responsibilities and powers as provided by the Bylaws.

## **ARTICLE VII**

### **BYLAWS**

The membership shall adopt Bylaws for the Corporation at the first meeting of the membership of the Corporation after the approval of these Articles of Incorporation by the Secretary of State. Additional Bylaws or alterations or rescission of the first Bylaws shall be enacted by the Members or Directors.

## **ARTICLE VIII**

### **CONDUCT OF AFFAIRS**

The conduct of the affairs of the Corporation shall be limited by the various provisions of the Bylaws including but not limited to the following matters: provisions establishing classes of membership and limiting voting rights to one or more of such classes; and provisions creating, dividing, limiting and regulating the powers of the Corporation, the Directors and the Members.

## **ARTICLE IX**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 2816 Beach Boulevard, St. Petersburg, FL 33707, and the name of the initial registered agent of the Corporation located at that address is Karen S. Keaton. The principle place of business and mailing address will be, 5437 29th Avenue South, Gulfport, FL 33707.

## **ARTICLE X**

### **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation are:

Karen S. Keaton  
2816 Beach Boulevard  
Post Office Box 1139  
St. Petersburg, FL 33731-1139



**ARTICLE XI**

**AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended by the Members and the Directors. Such amendment shall be proposed and adopted by a vote of the Directors and Members of the Corporation.

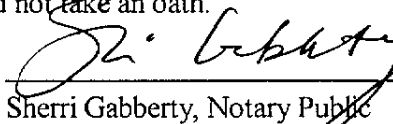
9th IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this day of May, 2006.



Karen S. Keaton  
INCORPORATOR

STATE OF FLORIDA       )  
COUNTY OF PINELLAS    )

9th The foregoing Articles of Incorporation were sworn to and acknowledged before me this day of May, 2006, by Karen S. Keaton, who is personally known to me or who has produced \_\_\_\_\_ as identification and did/did not take an oath.

 (SEAL)  
Sherri Gabberty, Notary Public  
STATE OF FLORIDA

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I hereby accept to act as Initial Registered Agent of INDUSTRIAL ART CENTER, INC., as stated in these Articles of Incorporation.

  
KAREN S. KEATON

FILED  
06 MAY 10 PM 8:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA