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2006 NOV 20 P 3:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11-21-06  
2006

## COVER LETTER

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

SUBJECT: GALERIE des ABILITES 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: MARK W. SOTAK  
Name (Printed or typed)

5977 GOLDEN EAGLE CIRCLE  
Address

PALM BEACH GARDENS FL. 33418  
City, State & Zip

561 - 776 - 4076  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S. (Non Profit)

***Galerie des Abilités, Inc.***  
***A Non-Profit Corporation***  
***EIN: 56-2616155***

**FILED**  
2003 NOV 20 P 3:44  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned with other persons, all of whom are citizens of the United States, desire to form a Non-Profit Corporation under the non profit corporation law of the State of Florida, do hereby certify:

The undersigned, for the purpose of forming a non-profit corporation under the Florida General Corporation Act and in compliance with Chapter 617 F.S., hereby adopt the following Articles of Incorporation.

**ARTICLE I**  
**Name**

The name of the corporation is: ***Galerie des Abilités, Inc.***, a non-profit corporation.

**ARTICLE II**  
**Principal Office**

The principal place of business and mailing address of this corporation shall be: 5977 Golden Eagle Circle Palm Beach Gardens, Florida 33418.

**ARTICLE III**  
**Purpose**

The purpose for which the Corporation is organized is to provide support services, educational opportunities and informational services for people with disabilities who consider themselves to be full time artists.

Services include but are not limited to:

- 1) charitable and/or affordable support services for artistic or educational purposes, and
- 2) conducting any other purpose described in Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax code, and
- 3) any other business allowed by Florida Law governing not-for-profit corporate entities.

Notwithstanding any other provisions of these Articles, this organization shall not conduct any activity not permitted to be carried on by an organization exempt from federal income tax under IRC 501(c)(3) to the corresponding provision of any further tax code.

**ARTICLE IV**  
**Initial Directors/Officers**

The initial Board of Directors shall manage the affairs of the Corporation. There are three initial Directors and this number shall increase from time to time but will never be less than two and never more than nine. The membership of this Corporation shall constitute all persons named as directors and future persons who are voted by simple majority to become Directors as regulated by and stated within the By-Laws of this Corporation. The first annual meeting for appointment of the Board of Directors shall be held as provided in the By-Laws. The names and addresses of the persons who are to serve until the first annual meeting unless otherwise appointed in accordance with the By Laws of the Corporation are:

Mark Sotak, Director, 5977 Golden Eagle Circle, Palm Beach Gardens, Florida 33418  
Janine Holmes, Director, 601 Captains Way, Jupiter, Florida 33477  
Barbara Armstrong, Director, 6408 Robinson St., Jupiter, FL 33458

**ARTICLE V**  
**Manner of Election/Appointment of Directors**

The manner in which the directors are elected or appointed shall be by committee nomination and elected by simple majority vote by the initial or preceding Board of Directors.

**ARTICLE VI**  
**None Profit Status**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 activity of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Corporation shall not participate 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 activities not permitted to be carried on 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.

**ARTICLE VII**  
**Dissolution**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section of 501(c)(3) of the Internal Revenue Code, or 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 assets not so disposed of shall be subject to disposition by a Court of Competent Jurisdiction of the County in which the principal office is then located.

**ARTICLE VIII**  
**Actions of Directors Without Meeting**

The Directors of this corporation may take action, unless expressly limited or excepted in the Corporate by-laws, by written or telephonic consent as provided by law.

**ARTICLE IX**  
**Meetings by Conference Telephone**

The members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

**ARTICLE X**  
**Indemnification**

The corporation shall indemnify any Officer, Director or Trustee and any former Officer, Director or Trustee to the fullest extent permitted by law. No Officer/Director/Trustee shall be required to sign personally for any debt incurred by the corporation and they are forever exempt from corporate debts and obligations of any kind, within the parameters of state and federal laws governing such exemption.

**ARTICLE XI**  
**Duration or Term of Existence**

The corporation is intended to exist perpetually and said existence shall be effective upon the filing date of these articles with the State of Florida.

**ARTICLE XII**  
**By-Laws**

The Board of Directors may provide such by-laws for the conduct of its business and that further its purpose as it may deem necessary. Upon proper notice, the by-laws may be amended, altered

or rescinded by a majority vote of the Board of Directors.

**ARTICLE XIII**  
**Powers**

In furtherance of the stated corporate purposes, above, the corporation shall have the power to:

1. Acquire real or personal property, either by gift, grant, purchase, devise or bequest, and to hold, own, manage, sell grant, convey, mortgage, pledge or otherwise encumber, lease, improve, and dispose of the same, wherever situated; receive donations, gifts, endowments, grants, and to administer the same; however, all assets acquired, granted, received by gift, purchase, devise, bequest or donation shall be used and employed, for express corporate purposes and not for pecuniary profit of its directors, trustees, members or employees.
2. Formulate and adopt by-laws and alter and rescind the same provided that they are consistent with the powers herein granted and are not contrary to any laws of the United States or the State of Florida.
3. Generally, to possess and exercise all the rights, privileges, immunities and prerequisites now or hereafter authorized by or under the laws of the State of Florida and the United States of America.

**ARTICLE XIV**  
**Incorporator and Initial Registered Agent**

The name and address of the incorporator and initial registered agent is Mark Sotak, 5977 Golden Eagle Circle, Palm Beach Gardens, Florida, 33418.

  
\_\_\_\_\_  
Mark Sotak

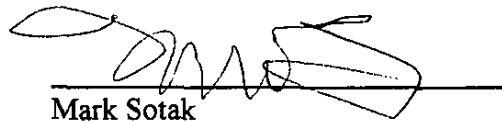
**ARTICLE XV**  
**Initial Registered Agent and Street Address**

The initial registered agent and address of the corporation is Mark Sotak, 5977 Golden Eagle Drive, Palm Beach Gardens, Florida, 33418.

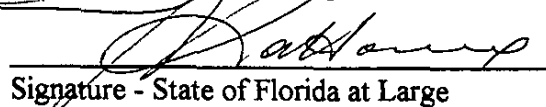
**ACCEPTANCE BY REGISTERED AGENT**  
**Galerie des Abilités, Inc.**

I, Mark Sotak, am familiar with and accept the duties and responsibilities as registered agent for the above captioned corporation.

I acknowledge having been named by this corporation to accept service of process at the address designated, herein. By subscribing below, I certify that I agree to act in this capacity and shall comply with the provisions of Section 48.901 of the Florida Statutes which require me to maintain an open office for service of process. My current address is: 5977 Golden Eagle Circle, Palm Beach Gardens, Florida 33418.

  
Mark Sotak

The foregoing instrument was acknowledged, under sworn oath, before me on this 16<sup>th</sup> day of NOVEMBER, 2006 by Mark W. Sotak, Incorporator, who (☒) is personally known to me on ( ) has produced the following identification \_\_\_\_\_

 (Notary)  
Signature - State of Florida at Large

7/22/2010  
My Commission Expires

AIDA KATTOURA  
Printed Name of Notary



**FILED**  
2006 NOV 20 P 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA