

NO7000011323

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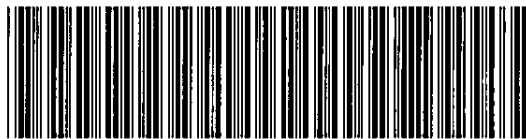
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07 NOV 26 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

11-26-07
CO-76-11

COVER LETTER

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

SUBJECT: Company Etudes, 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: Meredith Snowden
Name (Printed or typed)

215 S. Monroe St., 2nd floor
Address

Tallahassee FL 32301
City, State & Zip

850-222-3533
Daytime Telephone number

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

**Articles of Incorporation of Company Etudes, Inc.
A Florida Not-For-Profit Corporation**

FILED
07 NOV 26 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit and respectfully petition the Secretary of State for approval of such incorporation under the following Articles of Incorporation:

**Article I
Name**

The name of this corporation shall be Company Etudes, Inc., and its principle place of business shall be 1408 Milton Street, Tallahassee, FL 32303. The mailing address of the corporation is P.O. Box 181116, Tallahassee, FL 32318.

**Article II
General and Specific Purposes**

This corporation is organized and operated exclusively for charitable purposes. The specific and primary purpose for which corporation is formed is to provide financial resources, including but not limited to distribution of funds as necessary to support a competitive dance company which is operated by the Performing Arts Center of Tallahassee. The corporation shall have the power to engage in fundraising activities and accept contributions. Funds collected or earned shall be used to defray the costs of dance competition and dance workshop entry fees, related travel, and other related expenses. At no time shall the corporation engage in partisan politics or any political activities contrary to or in contravention of Section 501(C)(3) of the Internal Revenue Code of 1986, as amended, or any successor provision thereof.

**Article III
Use of Income**

All revenues received from the conduct of corporation business shall be used to defray the cost of dance competition and dance workshop entry fees, related travel, and any other related expenses, and to maintain the corporation. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, or officers, except that the corporation shall be authorized and empowered to pay reasonable compensation for goods and services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II.

**Article IV
Powers of the Corporation**

The powers of this corporation shall be exercised and its affairs conducted by a Board of Directors. Each member of the corporation shall be on the Board of Directors.

Article V
Qualification for Membership

The membership of this corporation shall at all times consist of persons who are involved in the operation and organization of the affairs of the corporation and meet the criteria as set forth in the bylaws of the corporation. The rights of all members shall be equal, and each member shall be entitled to one vote. Members must agree to be bound by these Articles, any amendments thereto, and bylaws of the corporation as adopted by the Board of Directors.

Article VI
Term of Existence

This corporation shall have perpetual existence.

Articles VII
Incorporator

The name and address of the incorporator is Meredith Woodrum Snowden, 215 S. Monroe Street, 2nd Floor, Tallahassee, FL 32301.

Article VIII
Officers

The officers of the corporation shall consist of the following elected officers: President/Treasurer; Vice President; and Secretary and any such other officers as the Bylaws of this corporation may authorize. The officers presently elected and who shall retain office until September 30, 2008 or at such time as prescribed in the corporation's Bylaws are as follows:

Allie Walker-Lavette
President/Treasurer
505 Terrace Street
Tallahassee, FL 32308

Annette Ranft
Vice President
8720 Spring Shore
Tallahassee, FL 32312

Holli McLanahan
Secretary
4247 Little Osprey Drive
Tallahassee, FL 32303

Article IX
Board of Directors

The business affairs of this corporation shall be managed by a Board of Directors. The Board of Directors shall be comprised of the membership of the corporation.

Article X Meetings

The annual meeting of the Corporation shall be held at such time as provided for in the Bylaws. Other meetings may be called by any officer or member of the Board of Directors as necessary.

Article XI Bylaws

The members of the corporation entitled to vote shall have the right to make and adopt bylaws, as they shall deem proper and advisable.

Article XII Resident Agent

The initial Resident Agent for the corporation who shall serve until officially changed, shall be:

Meredith Woodrum Snowden
215 S. Monroe Street, 2nd Floor
Tallahassee, FL 32301

Article XIII Disbursement of Assets Upon Dissolution

Upon dissolution of this corporation, all of its assets remaining after payments of all costs and expenses shall be distributed to the Performing Arts Center of Tallahassee for the purposes of supporting Company Etudes. None of the assets shall be distributed to any member, officer, or director of this corporation. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principle 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.

WITNESS the hand and seal of the Incorporator in Leon County, State of Florida, this 25th day of November 2007.



Meredith Woodrum Snowden
215 S. Monroe Street, 2nd Floor
Tallahassee, FL 32301

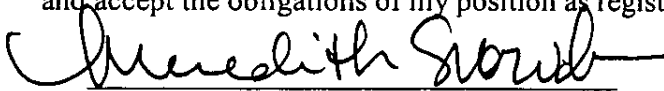
Certificate of Designation of Registered Agent

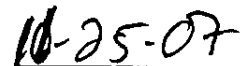
PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Company Etudes, Inc.
2. The name and address of the registered agent is:

Meredith Woodrum Snowden
215 S. Monroe Street, 2nd Floor
Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the above stated 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.


(Signature)


(Date)

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07 NOV 26 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA