

No9000001378

ROGER C. BENSON
2158 BLOSSOM WAY SOUTH
ST PETERSBURG, FL 33712-6016

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

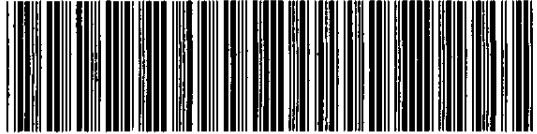
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000139043880

12/22/08--01035--030 **78.75

W081
56395

RECEIVED
TALLAHASSEE, FLORIDA

2009 FEB 10 PM 4:20

FILED

T. Burch FEB 11 2009



RECEIVED
DEPARTMENT OF STATE

09 FEB 10 AM 11:43

FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 22, 2008

ROGER C. BENSON
2158 BLOSSOM WAY SOUTH
ST PETERSBURG, FL 33712-6016

SUBJECT: BAY AREA CANTORIAL ASSOCIATION
Ref. Number: W08000056395

We have received your document for BAY AREA CANTORIAL ASSOCIATION and your check(s) totaling \$78.75. 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 2009 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 corrected 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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 608A00061287

FILED

2009 FEB 10 PM 4: 20

ARTICLES OF INCORPORATION
OF
BAY AREA CANTORIAL ASSOCIATION, INC.
A Florida "Not for Profit" Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

A. NAME OF CORPORATION: The name of the corporation is **BAY AREA CANTORIAL ASSOCIATION, INC.**

B. PRINCIPAL OFFICE: The principal office of the corporation is located at 3303 West Swann Avenue, Tampa, Florida 33609

C. MAILING ADDRESS: The mailing address of the corporation is 3303 West Swann Avenue, Tampa, Florida 33609

D. REGISTERED AGENT: The name of the registered agent of the corporation is Roger C. Benson. The address of this registered agent is 2158 Blossom Way South, St. Petersburg, Florida 33712

E. DURATION/MEMBERSHIP: The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

F. BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

G. INCORPORATORS: The name and address of the incorporator is: riselle Bain, 3303 West Swann Avenue, Tampa, Florida 33609

H. CORPORATE PURPOSES: The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law."

2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

J. INDEMNIFICATION - Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 15th day of December, 2008.

Cantor Riselle Bain

Cantor Riselle Bain

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Bay Area Cantorial Association, a Florida not for profit corporation.

Roger C. Benson

Roger C. Benson, Esq.

Date: 10/29/08