

N09000003468

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

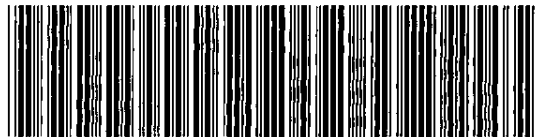
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



700144723137

03/03/09--01032--024 \*\*78.75

03/03/09--01032--025 \*\*55.00

FILED  
2009 APR -8 A 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JOHN MOXLEY, P. A.  
ATTORNEY AT LAW  
2320 NORTHEAST 2ND STREET, SUITE 4  
OCALA, FLORIDA 34470

TELEPHONE (352) 732-8085  
FAX (352) 732-1686

March 2, 2009

Secretary of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Ocala Youth Symphony, Inc.  
The Ocala Youth Symphony, LLC

Dear Sir or Madam:

Enclosed please find two fully executed Articles of Incorporation for the above referenced corporation. Also enclosed is our firm's check in the sum of \$78.75 as payment for the various fees calculated below:

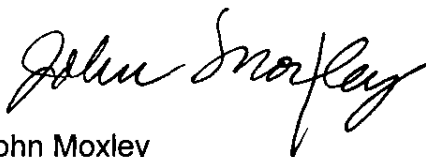
- |    |                            |         |
|----|----------------------------|---------|
| 1. | Filing Fee                 | \$35.00 |
| 2. | Certified copy of Articles | \$8.75  |
| 3. | Registered Agent Fee       | \$35.00 |

Also enclosed are two fully executed Plans of Conversion for the above referenced company. Also enclosed is our firm's check in the sum of \$55.00 as payment for the various fees calculated below:

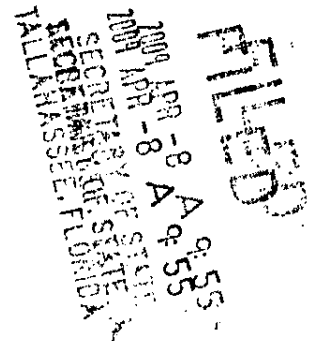
- |    |                                      |         |
|----|--------------------------------------|---------|
| 1. | Certificate of Conversion            | \$25.00 |
| 2. | Certified copy of Plan of Conversion | \$30.00 |

Providing everything is in order, please certify and return one set of the Articles of Incorporation and Plan of Conversion to our office.

Cordially yours,



John Moxley  
JM/cln  
Enclosures



JOHN MOXLEY, P. A.  
ATTORNEY AT LAW  
2320 NORTHEAST 2ND STREET, SUITE 4  
OCALA, FLORIDA 34470

TELEPHONE (352) 732-8085  
FAX (352) 732-1686

March 18, 2009

Tammy Hampton, Regulatory Specialist II  
Registration/Qualification Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: The Ocala Youth Symphony, LLC**  
Ref. Number: L07000110722

Dear Tammy Hampton:

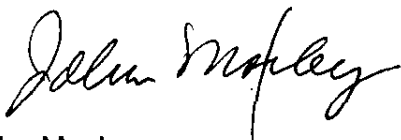
In reference to the above, thanks for returning my call and this letter follows up our telephone conversation of March 18, 2009.

Please proceed with the filing of the Articles of Incorporation of Ocala Youth Symphony, Inc. I am also requesting a certified copy of the Articles to be returned along with a Certificate of Status. For that purpose I am enclosing a duplicate original of the Articles of Incorporation. I would therefore appreciate it if you would proceed with filing the Articles of Incorporation and deducting from the fee all the necessary expenses for the corporation and then processing a refund for any balance that may be due.

In the meantime, I will not proceed with the conversion, but will proceed with a merger of the LLC into the new Ocala Youth Symphony, Inc. entity.

Thanks for your service and if there is anything further that you require, please advise.

Sincerely yours,



John Moxley  
JM/cln  
Enclosures

JOHN MOXLEY, P. A.  
ATTORNEY AT LAW  
2320 NORTHEAST 2ND STREET, SUITE 4  
OCALA, FLORIDA 34470

TELEPHONE (352) 732-8085  
FAX (352) 732-1686

March 26, 2009

Diane Cushing  
Document Specialist Supervisor  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

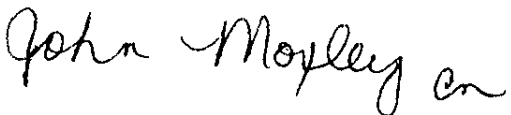
**Re: Ocala Youth Symphony, Inc.**  
Ref. Number: W09000013321

Dear Diane Cushing:

In reference to the above, I am enclosing the Articles of Incorporation and Article VII has been revised pursuant to Section 617.020(d). Please proceed with the filing of the Articles of Incorporation of Ocala Youth Symphony, Inc. I am also requesting a certified copy of the Articles to be returned along with a Certificate of Status. For that purpose I am enclosing a copy of the Articles of Incorporation. I would therefore appreciate it if you would proceed with filing the Articles of Incorporation and deducting from the fee all the necessary expenses for the corporation and then processing a refund for any balance that may be due.

Thanks for your service and if there is anything further that you require, please advise.

Sincerely yours,

A handwritten signature in cursive script that reads "John Moxley" followed by a small "en" or "on" mark.

SIGNED IN HIS ABSENCE TO  
AVOID DELAY IN DELIVERY

John Moxley  
JM/cin  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 4, 2009

JOHN MOXLEY, PA  
2320 NE 2ND ST  
STE 4  
OCALA, FL 34470

SUBJECT: THE OCALA YOUTH SYMPHONY, LLC  
Ref. Number: L07000110722

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09 MAR 19 PM 1:35

RECEIVED

We have received your document for THE OCALA YOUTH SYMPHONY, LLC and your check(s) totaling \$133.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes prohibit a Florida limited liability company from converting into a Florida non-profit corporation, profit corporation, partnership, limited liability partnership, limited partnership or limited liability limited partnership. A Florida non-profit corporation may be a party to a merger involving one or more of these types of business entities.

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) 245-6855.

Tammy Hampton  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 209A00007459



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 20, 2009

JOHN MOXLEY, PA  
2320 NW 2ND ST., STE 4  
OCALA, FL 34470

SUBJECT: OCALA YOUTH SYMPHONY, INC.  
Ref. Number: W09000013321

We have received your document for OCALA YOUTH SYMPHONY, INC. and your check(s) totaling \$133.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please accept our apology for failing to mention this in our previous letter.

Article V you indicated how the officers were elected or appointed we need to know how the directors are elected or appointed.

Please return 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) 245-6913.

Diane Cushing  
Document Specialist Supervisor

Letter Number: 109A00009586

**ARTICLES OF INCORPORATION**

of

**OCALA YOUTH SYMPHONY, INC.**

**FILED**  
2009 APR -8 A 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, all of lawful age, hereby associate ourselves together for the purposes of becoming a corporation under the laws of Florida.

**ARTICLE I**

The name of the corporation shall be OCALA YOUTH SYMPHONY, INC., a not-for-profit corporation.

**ARTICLE II**

The purpose of this corporation shall be:

1. To provide for and maintain a youth symphony orchestra in Marion County, Florida for the use and benefit of the youth of Marion County, Florida and surrounding communities; to provide musical training to the youth and opportunities to perform; to provide monetary or other assistance to the youth who have a desire to learn and excel in playing musical instruments who may not be able to pay part or all of their costs of instruments, training and music.

2. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

3. 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

4. Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

### **ARTICLE III**

This corporation shall be operated according to the Constitution and By-Laws of the Ocala Youth Symphony, Inc.

### **ARTICLE IV**

This Corporation shall have perpetual existence.

### **ARTICLE V**

The affairs of this Corporation shall be managed by the officers of the Corporation as set forth in ARTICLE VI below. All officers shall be elected annually and the election shall occur at the annual business meeting of the Board of Directors of the Corporation.

### **ARTICLE VI**

The names and addresses of the officers who shall serve until the first election or until their successors are appointed or elected are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Cynthia Robertson	10400 SW 69 <sup>th</sup> Court Ocala, FL 34476
Vice President	Kenneth L. Blanchard	3096 NE 31 <sup>st</sup> Place Ocala, FL 34479
Secretary	Janet Robertson	2456 SW 7 <sup>th</sup> Avenue Ocala, FL 34471
Treasurer	Caroline Miller	6003 West Glory Hills Street Beverly Hills, FL 34465

### **ARTICLE VII**

This Corporation shall have five (5) directors initially. The number of directors may be increased or decreased from time to time by By-Laws proposed by the Board of Directors but shall never be less than three (3). Directors of the Corporation shall be elected as provided in the Corporation's By-Laws. The names of the directors who are to serve until the first election or until successors are elected or appointed are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
Director	Daniel Robertson, M.D.	2456 SW 7 <sup>th</sup> Avenue Ocala, FL 34471



Director	Rev. David Miller	6003 West Glory Hills Beverly Hills, FL 34465
Director	Jean Schore	2605 NW 72 <sup>nd</sup> Court Ocala, FL 34482
Director	Natalie Wall	5070 NE 9 <sup>th</sup> Street Ocala, FL 34470
Director	Faith Sarfarazi, M.D.	3235 SW 41 <sup>st</sup> Avenue Ocala, FL 34474

### ARTICLE VIII

The initial members of the Corporation shall be:

Daniel Robertson, M.D.	2456 SW 7 <sup>th</sup> Avenue Ocala, FL 34471
Rev. David Miller	6003 West Glory Hills Beverly Hills, FL 34465
Jean Schore	2605 NW 72 <sup>nd</sup> Court Ocala, FL 34482
Michael Kirk	9597 SW 192 <sup>nd</sup> Court Road Dunnellon, FL 34432
Leja Kirk	9597 SW 192 <sup>nd</sup> Court Road Dunnellon, FL 34432
Clyde Colley	2001 SE 47 <sup>th</sup> Avenue Ocala, FL 34471
Lynn Colley	2001 SE 47 <sup>th</sup> Avenue Ocala, FL 34471
Todd Sisto, M.D.	983 SE 1 <sup>st</sup> Court Crystal River, FL 34429
Lynn Sisto	983 SE 1 <sup>st</sup> Court Crystal River, FL 34429
Billy Woods	1840 SE 41 <sup>st</sup> Terrace Ocala, FL 34471

Mickey Woods	1840 SE 41 <sup>st</sup> Terrace Ocala, FL 34471
Natalie Wall	5070 NE 9 <sup>th</sup> Street Ocala, FL 34470
Mosen Sarfarazi, M.D.	3235 SW 41 <sup>st</sup> Avenue Ocala, FL 34474
Faith Sarfarazi, M.D.	3235 SW 41 <sup>st</sup> Avenue Ocala, FL 34474
Jill Harris	3947 NW 95 <sup>th</sup> Avenue Road Ocala, FL 34482

#### **ARTICLE IX**

The initial principal street address and mailing address of the office of the Corporation shall be 1908 SE Fort King Street, Ocala, FL 34471.

#### **ARTICLE X**

By-Laws of the Corporation shall be proposed by the Board of Directors of the Corporation at any annual or special meeting called for that purpose. The By-Laws shall be adopted by a two-thirds (2/3) majority vote of the membership of the Corporation.

#### **ARTICLE XI**

Amendments to the Articles of Incorporation shall be made at any annual business meeting of the Corporation, or upon any special business meeting called for that purpose. Such amendment shall be proposed by the Board of Directors and must be adopted by a two-thirds (2/3) majority vote of the membership of the Corporation.

#### **ARTICLE XII**

A. The corporation is organized exclusively for charitable, religious and educational 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.

B. 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 this Article and in ARTICLE II above. 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 federal tax code.

C. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 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 to a state or local government, for a 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.

### **ARTICLE XIII**

Any person who is sui juris and is interested in promoting and enhancing music skill and talent among youth and young adults may be admitted as a member by written application and as otherwise provided in the By-Laws of the corporation.

The name and street address of each person subscribing to these articles of incorporation are:

Cynthia Robertson  
10400 SW 69<sup>th</sup> Court  
Ocala, FL 34476

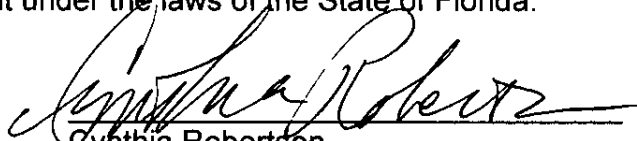
Kenneth L. Blanchard  
3096 NE 31<sup>st</sup> Place  
Ocala, FL 34479

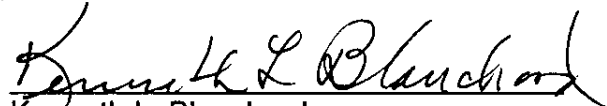
Janet Robertson  
2456 SW 7<sup>th</sup> Avenue  
Ocala, FL 34471


#### ARTICLE XIV

The name and address of the Registered Agent of the corporation shall be Kenneth L. Blanchard, 3096 NE 31<sup>st</sup> Place, Ocala, FL 34479.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators, have hereunder set our hands and seals this 23rd day of February, 2009, for the purpose of forming this corporation not-for-profit under the laws of the State of Florida.

  
Cynthia Robertson

  
Kenneth L. Blanchard

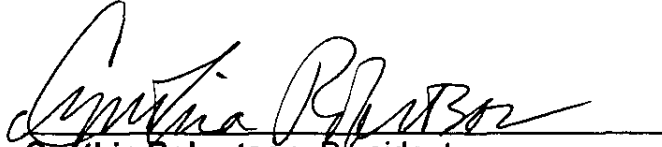
  
Janet Robertson

FILED  
2009 APR -8 A 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, *Florida Statutes*, the following is submitted:

First, that the Ocala Youth Symphony Orchestra, Inc. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at the city of Ocala, Florida, has named Kenneth L. Blanchard, 3096 NE 31<sup>st</sup> Place, Ocala, FL 34479 as its agent to accept process within Florida.

  
Cynthia Robertson, President

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all the statutes relative to the proper and complete performance of my duties.

  
Kenneth L. Blanchard, Registered Agent

Dated this 23rd day of February, 2009.

**FILED**  
2009 APR - 8 A 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA