

ND9000007874

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(City/State/Zip/Phone #)

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(Business Entity Name)

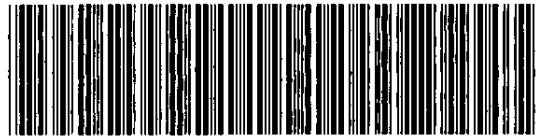
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10 MAR 22 PM 1:07

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amended/CC  
Restated  
@ 3/22/10

# *Aurora Notes, Inc.*

Friday, February 19, 2010

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**RE: Amended and Restated Articles of Incorporation – Naples Ballet, Inc.  
Document # N09000007874**

Dear Sir/Madam:

Please find a signed copy of the Amended and Restated Articles of Incorporation for Naples Ballet, Inc – **Document # N09000007874**. Please also find a check in the amount of \$43.75 (\$35 for processing and \$8.75 for receipt of a certified copy). Please mail the certified copy to:

Naples Ballet, Inc.  
1005 5<sup>th</sup> Avenue North  
Naples, LF 34102

Thank You,

A handwritten signature in black ink, appearing to read "Aurora Wells". The signature is fluid and cursive, with the first name "Aurora" written in a larger, more prominent script than the last name "Wells".

Aurora Wells  
Aurora Notes, Inc.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 2, 2010

NAPLES BALLET, INC.  
1005 5TH AVENUE NORTH  
NAPLES, FL 34102

SUBJECT: NAPLES BALLET, INC.  
Ref. Number: N09000007874

We have received your document for NAPLES BALLET, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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) 245-6964.

Irene Albritton  
Regulatory Specialist II

Letter Number: 210A00005138

ED  
2010 MAR 02 AM 8:00  
OFFICIAL  
RECEIVED  
TALLAHASSEE

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
NAPLES BALLET, INC.**

These Amended and Restated Articles of Incorporation were adopted by the Board of Directors and by the Members by a unanimous vote on 02/10/2010.

**ARTICLE I  
NAME/ PRINCIPAL OFFICE/ MAILING ADDRESS**

The name of this corporation shall be: **Naples Ballet, Inc.** The corporation's principal office is located at: **1005 5<sup>th</sup> Avenue North; Naples, FL 34102.** The corporate mailing address is the same as the principal office.

**ARTICLE II  
PURPOSE**

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE III  
LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 of 1986, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

**ARTICLE IV  
MEMBERS/DIRECTORS/OFFICERS**

The corporation may have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's bylaws. No member or Director shall have any right, title, or interest in or to any property of the corporation. The officers of the corporation are a matter of historical record.

10 MAR 22 PM 1:07  
FILED  
CLERK OF DISTRICT COURT  
NAPLES, FLORIDA

**ARTICLE V  
DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member, officer or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE VI  
DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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.

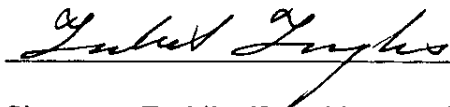
**ARTICLE VII  
REGISTERED AGENT / INCORPORATOR**

The name and address of the registered agent is:

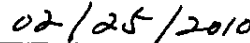
Aurora Notes, Inc.  
3720 10<sup>th</sup> Street N.  
Naples, FL 34102

The name and address of the incorporator is:

Toshiko Tompkins  
1005 5<sup>th</sup> Avenue North  
Naples, FL 34102



Signature: Toshiko Tompkins, President



Date