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DEPARTMENT OF STATE

FLORIDA PROFIT/NON PROFIT CORPORATION

PINECREST CULTURAL ARTS, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

for

PINECREST CULTURAL ARTS, INC.

ARTICLE I - NAME

The name of the corporation shall be: **PINECREST CULTURAL ARTS, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
c/o Paul R. Sasso, Esquire at 7721 S.W. 62nd Avenue, Suite 202, South Miami, FL 33143

ARTICLE III - PURPOSE

The Corporation is organized exclusively for charitable, religious, educational, and scientific 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 of any future federal tax code.

ARTICLE IV - PROHIBITIONS

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 Article III hereof. No substantial part of the activities of the Corporation shall be 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(e)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

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ARTICLE VI - QUALIFICATION OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By-Laws of the Corporation.

ARTICLE VII - MANNER OF ELECTION

The manner in which the directors are elected or appointed in accordance with the By-Laws.

ARTICLE VIII - INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Max Pearl - 7721 SW 62 nd Ave., #202, S. Miami, FL 33143	-	Initial Director
Jeff Dorn - 7721 S.W. 62 nd Ave., #202, S. Miami, FL 33143	-	Initial Director
Darrell Calvin - 7721 S.W. 62 nd Ave., #202, S. Miami, FL 33143	-	Initial Director
Paul Sasso - 7721 S.W. 62 nd Ave., #202, S. Miami, FL 33143	-	Initial Director

ARTICLE IX - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE X - LIABILITIES OF DEBT

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE XI - VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By-Laws of the Corporation.

ARTICLE XII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Law Offices of Paul R. Sasso, Esquire
7721 S.W. 62nd Avenue
Suite 202
South Miami, FL 33143

ARTICLE XIII - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XIV - INCORPORATOR

The name and address of the Incorporator is:

Paul R. Sasso, Esquire
7721 S.W. 62nd Avenue
Suite 202
South Miami, FL 33143

ARTICLE XV - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all of the Directors and all of the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation is made.

ARTICLE XVI - DISSOLUTION


Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes with 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 public purpose. Any such assets not so disposed of shall be disposed of by Court of a competent jurisdiction of the county in which the principal office of the Corporation is 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.

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation and the place designated in this certificate, I am familiar with and accept the appointments as registered agent and agree to act in this capacity.


Paul R. Sasso, Esquire as Registered Agent

8/28/09
Dated


Paul R. Sasso, Esquire as Incorporator

8/28/09
Dated

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