

NO9000010562

(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



300161758273

10/21/09--01015--007 **87.50

FILED

09 OCT 29 PM 1:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EF 10/30/09

106-47034



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 22, 2009

JOHN ANDREW GUIFOIL IV.
1401 PEARL STREET
CLEARWATER, FL 33756

SUBJECT: CLEARWATER CITY BALLET, INC.
Ref. Number: W09000047034

We have received your document for CLEARWATER CITY BALLET, INC. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Bylaws are not filed with this office. Please retain them for your records.

An effective date may be added to the Articles of Incorporation if a 2010 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) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section

Letter Number: 309A00033662

COVER LETTER

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

SUBJECT: Clearwater City Ballet, 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: John Andrew Guilfoil IV.
Name (Printed or typed)

1401 Pearl Street
Address

Clearwater, Florida 33756.
City, State & Zip

(727) 204-6278
Daytime Telephone number

andrewguilfoil5@hotmail.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
OF
CLEARWATER CITY BALLET, INC.
A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes ("Florida Not For Profit Corporation Act"), adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Clearwater City Ballet, Inc. (hereinafter the "Corporation").

ARTICLE II

PRINCIPAL OFFICE

The principal street address and mailing address of the corporation is: 1401 Pearl Street, Clearwater, Florida 33756.

ARTICLE III

PURPOSE

The purposes for which this corporation is formed are exclusively charitable and educational and consist of the following:

To provide professional classical ballet Training, performance, Choreography and Artist Residency programs to both young talented and accomplished students and to build a bridge between the Arts and the City of Clearwater in order to provide a professional Ballet company that performs both classical and contemporary works for the public, including student groups, educational organizations, community out-reach programs and Arts awareness programs. The sole purpose of the Clearwater City Ballet Inc. is to provide outstanding professional ballet, ballet training, education and dance residency programs as part of the Clearwater Arts development

FILED
09 OCT 29 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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."

To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state 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.

ARTICLE IV

501(c)(3) LIMITATIONS

A. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

B. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

ARTICLE V

TERM

The Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

DISSOLUTION

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE VII

PRIVATE FOUNDATION

In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

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.

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.

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.

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.

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.

ARTICLE VIII

MANNER OF ELECTION

The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

ARTICLE IX

INITIAL DIRECTORS

The initial Directors shall be:

John Andrew Guilfoil IV
Laura Clouden,
Ray Viera

ARTICLE X

INITIAL OFFICERS

The initial officers shall be:

John Andrew Guilfoil IV,	President
Laura Clouden,	Secretary
Ray Viera	Treasurer

ARTICLE XI

NON-STOCK

The Corporation is organized on a non-stock basis.

ARTICLE XII

REGISTERED AGENT

The name of the registered agent of the corporation is John Andrew Guilfoil IV. The address of this registered agent is 1401 Pearl Street, Clearwater, Florida 33756.

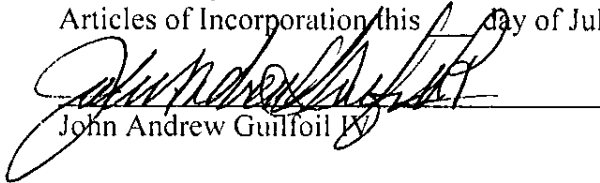
ARTICLE XIII

INCORPORATOR

The name and address of the incorporator is: John Andrew Guilfoil IV. The address of this incorporator is 1401 Pearl Street, Clearwater, Florida 33756.

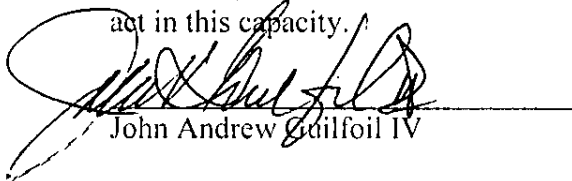
EXECUTION

I, THE UNDERSIGNED, being the Incorporator named, for the purpose of forming a corporation pursuant to the Florida Not For Profit Corporation Act, have executed these Articles of Incorporation this 17 day of July, 2009.


John Andrew Guilfoil IV

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Clearwater City Ballet, Inc., a Florida not for profit corporation. Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


John Andrew Guilfoil IV

Date: 10/26/2009

FILED
09 OCT 29 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA