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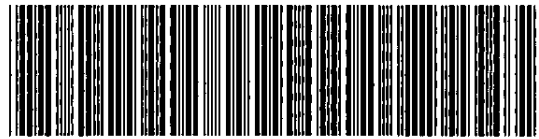
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2009 DEC 10 P 4:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-10-09
WC

December 9, 2009

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

Subject: Pro Arte Chorale of Northwest Florida, Inc.

To Whom It May Concern:

Enclosed for filing is an original and one (1) copy of the Articles of Incorporation for the Pro Arte Chorale of Northwest Florida, Inc. Also enclosed is a check for:

\$87.50 Filing Fee, Certified Copy, and Certificate of Status

If you require any additional information, please contact me as shown below. Thank you for your assistance in this matter.

Yours truly,

A handwritten signature in black ink that reads "Nancy Jo Willis". The signature is written in a cursive style with a large, stylized "N" and "W".

Nancy Jo Willis
377 Ridge Road
Santa Rosa Beach, FL 32459
Daytime Phone: 850-267-2599
Email: casagato@earthlink.net

Enc

ARTICLES OF INCORPORATION OF PRO ARTE CHORALE OF NORTHWEST FLORIDA, INC.

ARTICLE I: NAME

The name of the corporation shall be: Pro Arte Chorale of Northwest Florida, Inc.

ARTICLE II: DURATION

The Corporation shall exist perpetually, commencing upon filing with the Secretary of State of these Articles of Incorporation.

ARTICLE III: PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

377 Ridge Road, Santa Rosa Beach, FL 32459

The mailing address of this corporation shall be:

Post Office Box 2302, Santa Rosa Beach, FL 32459

ARTICLE IV: 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 corresponding section of any future federal tax code;

The Corporation may receive property by gift, devise or bequest, invest or reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable, religious, educational and scientific purposes.

In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated by the provisions of Chapter 617 of the Florida Statutes, together with the power to solicit grants and contributions for such purposes.

ARTICLE V: MANNER OF ELECTION

The initial Board of Directors shall be comprised of those Directors named in Article VI of these Articles of Incorporation plus other individuals as appointed by the initial Board. Thereafter, the Directors shall be elected and shall hold office in accordance with the By-Laws of the Corporation.

ARTICLE VI: INITIAL DIRECTORS AND/OR OFFICERS

The Corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time as set forth in the By-Laws. The names and addresses of the initial directors of the Corporation are:

President = Peggy Rice, 159 Brooks Street S.E. #208, Ft. Walton Beach, FL 32548

Vice President = Nancy Jo Willis, 377 Ridge Road, Santa Rosa Beach, FL 32459

Treasurer = Julia Erben, 108 Queens Circle, Panama City, FL 32405

Artistic Director = Jody Schnell, 1304 Tyndall Drive, Panama City, FL 32401

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TALLAHASSEE, FLORIDA

ARTICLE VII: INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of this Corporation is 377 Ridge Road, Santa Rosa Beach, FL 32459. The initial registered agent of this Corporation at this address is Nancy Jo Willis.

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles is:
Nancy Jo Willis, 377 Ridge Road, Santa Rosa Beach, FL 32459

ARTICLE IX: SPECIAL RESTRICTIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to any director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to and for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption for Federal income taxation as a corporation described in Section 501(c)(3) of the Internal Revenue Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE X: DISSOLUTION & ASSETS DISTRIBUTION

In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed to one or more organizations which themselves are tax exempt as described in Section 501(c)(3) of the Internal Revenue Code. In no event shall any of such assets or property be distributed to any member, director or officer, or any private individual.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of December, 2009.


Nancy Jo Willis, Incorporator

STATE OF FLORIDA)
COUNTY OF Wakulla)

Before me, the undersigned authority authorized in the State and County aforesaid to take acknowledgments personally appeared NANCY JO WILLIS who is personally known to me (or who provided identification as indicated below) and who did take an oath, and who is the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 9th day of December, 2009.



Melissa Kriese
Notary Public

My Commission Expires:

3/25/2010

ACCEPTANCE OF REGISTERED AGENT STATUS

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and responsibilities as registered agent for the PRO ARTE CHORALE OF NORTHWEST FLORIDA, INC.

Nancy Jo Willis

Nancy Jo Willis, Registered Agent

STATE OF FLORIDA)
COUNTY OF Walter)

Before me, the undersigned authority authorized in the State and County aforesaid to take acknowledgments personally appeared NANCY JO WILLIS who is personally known to me (or who provided identification as indicated below) and who did take an oath, and who is the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 9th day of December, 2009.



Melissa Kriese
Notary Public

My Commission Expires:

3/25/2010