

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION  
Ballet Blessings, Inc.

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**ARTICLES OF INCORPORATION  
OF  
BALLET BLESSINGS, INC.**

Effective Date

A Florida Not For Profit Corporation

01-08-2010

In order to form a corporation in accordance with the provisions of the laws of the State of Florida for the formation of corporations not for profit, Chapter 617, Florida Statutes, the undersigned incorporator designates the following Articles for the purposes and with the powers hereinafter mentioned.

**ARTICLE I.  
Corporation Name**

The name of this corporation is Ballet Blessings, Inc.

**ARTICLE II.  
Term of Existence**

The period of the duration of the existence of this corporation will be perpetual and shall commence effective January 8, 2010, pursuant to Section 617.0203(1), Florida Statutes.

**ARTICLE III.  
Purposes and Restrictions**

The purposes of the corporation and restrictions on its operations are as follows:

(a) This corporation is organized and operated for purposes consistent with the requirements of Chapter 617, Florida Statutes.

(b) The corporation shall restrict its operations to the promotion of educational, charitable, and humanitarian purposes including, but not limited, to provide not for profit services and dance resources to the Metropolitan Ministries Partnership School and other programs that provide underprivileged children the opportunity to experience the performing arts through charitable giving.

(c) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 herein.

**ARTICLE IV.  
Non Stock Corporation**

This corporation is organized on a non stock basis without the issuance of shares of stock evidencing ownership.

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**ARTICLE V.****Principal Office and Registered Agent**

The principal office and mailing address of the corporation shall be 706 South Boulevard, Tampa, Florida 33606. The Registered Agent shall be Fowler White Boggs P.A., Attn: Andrew L. McIntosh, 501 E. Kennedy Boulevard, Suite 1700, Tampa, Florida 33602.

**ARTICLE VI.****Directors**

The powers, business and affairs of the corporation shall be managed and directed by the Board of Directors in accordance with these Articles and the Bylaws. The directors will be elected in accordance with the provisions of the Bylaws. The number of directors may be increased or decreased from time to time by amendment to the Bylaws but there shall at all times be at least three (3) directors.

**ARTICLE VII.****Incorporator**

The name and street address of the incorporator of this corporation is Deana Buckley, 709 South Boulevard, Tampa, Florida 33606.

**ARTICLE VIII.****Membership**

This Corporation shall have no members.

**ARTICLE IX.****Distribution of Assets Upon Dissolution.**

Upon the dissolution or final liquidation of the corporation, the Board of Directors shall distribute the assets of the corporation to any one or more exempt organizations for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, as amended, or corresponding section of any future federal tax code, such exempt organizations to be determined by the decision of at least two thirds (2/3) of the then incumbent members of the Board of Directors.

**ARTICLE X.****Amendment**

These Articles may be amended in the manner provided by law; provided, however, any such amendment shall require the affirmative vote of at least two thirds (2/3) of the then incumbent members of the Board of Directors.

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**ARTICLE XI.**  
**Indemnification of Directors**  
**and Officers and Limitation on Liability**

This corporation shall indemnify the directors and officers of this Corporation to the full extent permitted by applicable law. No director or officer of this Corporation shall be liable to this Corporation or any other person for monetary damages for breach of fiduciary duty as a director or officer, except to the extent such exemption from liability or limitation thereof is not permitted under the Florida Not For Profit Corporation Act as the same exists or may hereafter be amended. Any amendment, modification, or repeal of this Article XI shall not adversely affect any right or protection of a director or officer of the Corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification, or repeal.

**ARTICLE XII.**  
**Bylaws**

The initial Bylaws of the Corporation shall be adopted by its Board of Directors. The Board of Directors may adopt, change, amend or repeal the Bylaws upon the affirmative vote of at least two thirds ( $\frac{2}{3}$ ) of the then incumbent members of the Board of Directors.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Tampa, Florida, for the uses and purposes aforesaid, this 8th day of January, 2010.

  
Deana Buckley, Incorporator

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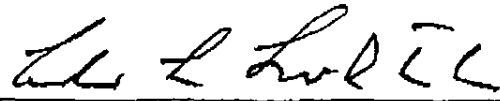
**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
BALLET BLESSINGS, INC.**

Pursuant to Sections 48.091 and 617.023, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Ballet Blessings, Inc., a not for profit corporation organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 501 E. Kennedy Boulevard, Suite 1700, Tampa, Florida 33602.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal in Tampa, Florida, on this 8th day of January, 2010.

FOWLER WHITE BOGGS P.A.

By



Andrew L. McIntosh,  
its Authorized Representative

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