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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

MRD  
6/4

## COVER LETTER

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

SUBJECT: Hillsborough Arts, 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: Art Keeble  
Name (Printed or typed)

1000 N. Ashley Dr., Suite 105  
Address

Tampa, FL 33602  
City, State & Zip

813-276-8250  
Daytime Telephone number

keeblea@tampaarts.org  
E-mail address: (to be used for future annual report notification)

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

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**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

**Articles of Incorporation  
of  
HILLSBOROUGH ARTS, INC.  
(A Corporation Not-for-Profit)**

WE, THE UNDERSIGNED, hereby associate ourselves for the purpose of forming a Florida corporation non-for-profit pursuant to Chapter 617 of Florida Statutes as amended and certify as follows:

**ARTICLE I**

**NAME AND PRINCIPAL OFFICE**

The name of this corporation shall be HILLSBOROUGH ARTS, INC., a Florida non-for-profit corporation. The principal office of the corporation is 1000 N. Ashley Dr., Suite 105, Tampa, FL 35602.

**ARTICLE II**

**PURPOSES AND POWERS**

a. The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Internal Revenue Code 501(c)3 or the corresponding provision of any future United States Internal Revenue law.

b. Notwithstanding any other provisions of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under IRC 501(c)3 or the corresponding provision of any future United States Internal Revenue Law.

c. This corporation is organized to provide education and awareness in the arts for residents and visitors; promote and coordinate cultural events; promote local artists and arts organizations; and to raise funds for the Arts Council of Hillsborough County.

d. This corporation may exercise all powers granted to a not-for-profit corporation under the laws of the State of Florida.

### ARTICLE III

#### MEMBERSHIP

The qualifications for membership and manner of admission is provided in the bylaws.

### ARTICLE IV

#### DURATION

The corporation shall have perpetual existence. Corporate existence shall commence upon filing with the Secretary of State.

### ARTICLE V

#### MANAGEMENT

a. The affairs of the corporation shall be managed by a Board of Directors, which shall be elected at the annual meeting of the corporation. The Board of Directors shall consist of not fewer than three (5) persons but may be any number in excess thereof. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws. The chair, vice-chair, treasurer, and executive director of the Arts Council of Hillsborough County will be standing members of the Board of Directors.

b. The officers of the corporation shall be a President, a Vice President, a Secretary/Treasurer. The officers shall be elected and shall hold office in the manner provided in the bylaws.

## ARTICLE VI

### INITIAL DIRECTORS AND INCORPORATORS

The names and street addresses of the initial Directors and Incorporators are:

Dr. Emery Alford, Hillsborough Community College, 2112 N. 15<sup>th</sup> St, Tampa, FL 33605

Jim Porter, Adams and Reese LLP, 401 E. Jackson St., #2600, Tampa, FL 33602

Art Keeble, 1000 N. Ashley Dr., Suite 105, Tampa, FL 33602

Martha Sherman, 407 Island Road, Temple Terrace, FL 33617

## ARTICLE VII

### BYLAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The bylaws of the corporation shall be made, altered or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting of the corporation or by a majority vote of the Board of Directors; provided, however, that notice thereof, which shall include in writing to each voting member of the corporation at least ten (10) days prior to the meeting at which such bylaws alteration is to be voted upon, whether it be a membership meeting or the Board of Directors meeting.

The Articles of Incorporation of the corporation shall be amended or additional provisions added or adopted by a two-thirds (2/3rd) vote of the members of the Board of Directors present at any meeting thereof; provided, however, that notice thereof, which shall include the text of the change in the Articles of Incorporation, has been furnished in writing to each voting member at which such Articles of Incorporation alteration is to be voted upon, whether is be a membership meeting or a Board of Directors meeting.

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TALLAHASSEE FLORIDA

ARTICLE VIII

DISSOLUTION

In the event of dissolution, the residual assets of the corporation shall be turned over to one or more organizations which are exempt under sections 501(c)3 of the Internal Revenue Code, or federal, state, or local government for exclusive public purpose.

ARTICLE IX

REGISTERED AGENT

The registered agent for the corporation shall be Art Keeble, 1000 N. Ashley Dr., Suite 105, Tampa, FL 33602.

ARTICLE X

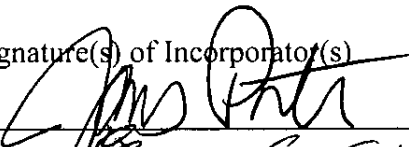


INDEMNIFICATION

The corporation shall indemnify any director, officer or employee of the corporation, or any former director, officer or employee of the corporation, to the full extent permitted by Florida law.

Dated the \_\_\_\_\_ day of \_\_\_\_\_, 2010

IN WITNESS WHEREOF, the undersigned being the incorporator(s) of this corporation have executed these Articles of Incorporation.

Signature(s) of Incorporator(s)

  
Emory E. Ayo  
  
Mary Ann Sherman  
  
\_\_\_\_\_

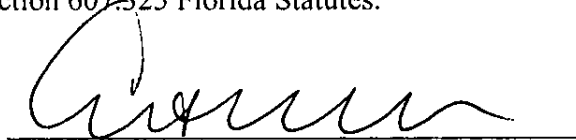
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ACCEPTANCE BY REGISTERED AGENT

Having been name to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

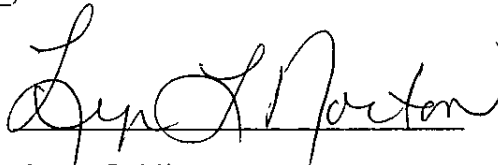


Registered Agent

STATE OF FLORIDA

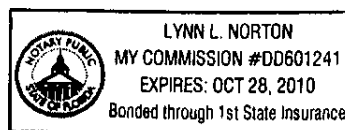
COUNTY OF Hillsborough

Before me, the undersigned authority, personally appeared Arthur L. Keeble, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledge before me, according to law, that he/she made and subscribed the same for the purposed therein mentioned and set forth. IN WITNESS THEREOF, I have hereunto set my hand and seal this 1st day of June, 2010



Notary Public

My Commission expires:



15513 Morning Drive  
Cutz, FL 33555