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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Pinecrest Repertory Theatre Company, Inc.**

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Estimated Charge	\$78.75

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

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

for

**Pinecrest Repertory Theatre Company, Inc.**

**ARTICLE I - NAME**

The name of the corporation shall be: Pinecrest Repertory Theatre Company, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
11850 SW 73 Avenue, Miami, FL 33156

**ARTICLE III - PURPOSE**

The purpose for which the corporation is organized is to engage in any lawful business under the laws of the State of Florida in furtherance of this corporation's charitable purpose.

**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 action of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE V - MANNER OF ELECTION**

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

**ARTICLE VI - INITIAL DIRECTORS AND/OR OFFICERS**

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

Max Pearl	-	President and Director
Kenneth Kurtz	-	Vice President and Director
Richard Janaro	-	Secretary/Treasurer and Director

**ARTICLE VII - 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. 62<sup>nd</sup> Avenue  
Suite 202  
South Miami, FL 33143

**ARTICLE VIII - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE IX - VOTING RIGHTS**

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

**ARTICLE X - INCORPORATOR**

The name and address of the Incorporator is:

Max Pearl  
11850 SW 73 Avenue  
Miami, FL 33156

**ARTICLE XI - 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

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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.

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TALLAHASSEE, FLORIDA

**ARTICLE XII - DISSOLUTION**

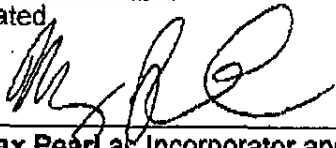
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes with the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government 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

10-4-10  
Dated

  
\_\_\_\_\_  
Max Pearl as Incorporator and  
Initial Director

10-4-10  
Dated