

N10000009457

(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



200186234372

200186234372  
10/06/10--01035--007 \*\*87.50

FILED  
2010 OCT -6 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers OCT 08 2010

COVER LETTER

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

SUBJECT: Music Theater Bavaria, 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: Joan R. Travis  
Name (Printed or typed)

1548 Langham Terrace  
Address

Lake Mary, FL 32746  
City, State & Zip

321-363-3020  
Daytime Telephone number

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

FILED  
2010 OCT -6 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION  
OF  
MUSIC THEATER BAVARIA, INC.**

The undersigned, being over the age of 18 and competent to contract, does hereby adopt the following Articles of Incorporation for the purpose of organizing a not for profit corporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, F.S., and does hereby agree and certify as follows:

**ARTICLE I**  
**Name**

The name of the corporation shall be Music Theater Bavaria, Inc.

**ARTICLE II**  
**Principal Office**

The street address of the principal office of the corporation shall be: 1548 Langham Terrace, Lake Mary, FL 32746-1971.

The mailing address of the corporation shall be: P.O. Box 533939, Orlando, FL 32853-3939.

**ARTICLE III**  
**Purpose**

This corporation is organized exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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 the corresponding section of any future federal tax code.

The purpose of this corporation is to conduct and support educational programs in the performing arts. Such programs shall initially include, but shall not be limited to, conducting a summer study-abroad program for students of opera, musical theater and dance.

FILED  
2010 OCT -6 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV**  
**Membership/Board of Directors**

This corporation shall not have members. The management of the affairs of the corporation shall be vested in a Board of Directors, who shall be elected or appointed as set forth in the Bylaws of this corporation. No director shall have any right, title, or interest in or to any property of this corporation.

The number of directors constituting the initial Board of Directors is 8. Their names and street addresses are:

Joan R. Travis  
1548 Langham Terrace  
Lake Mary, FL 32746 -1971

Benjamin Morden  
11337 Center Lake Drive  
Windermere, FL 34786

Brian Minyard  
726 31<sup>st</sup> Street  
Orlando, FL 32805

Kimon Anemogiannis  
2767 Orchard Drive  
Apopka, FL 32712

George Janas  
1763 Cocoplum Court  
Longwood, FL 32779

David R. Mattson  
8623 Pisa Drive, Apt. 1114  
Orlando, FL 32810-2172

George Remoundos  
5529 Cedar Pine Drive  
Orlando, FL 32819

Lillian C. Moon  
270 West 2<sup>nd</sup> Street  
Chuluota, FL 32766

**ARTICLE V**  
**Exemption Requirements**

At all times the following shall operate as conditions restricting the operations and activities of this corporation:

1. 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.
2. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, or any initiative or

referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section 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 VI**

### **Duration/Dissolution**

This corporation shall commence corporate existence immediately upon the filing of the Articles of Incorporation with the Florida Secretary of State, and shall have perpetual existence until dissolution.

Upon the dissolution of the corporation (and after the Board of Directors has paid or made provision for the payment of the liabilities of the corporation), assets shall be distributed for one or more exempt purposes within 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 a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then 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.

## **ARTICLE VII**

### **Bylaws**

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

## **ARTICLE VIII**

### **Personal Liability/Indemnification**

No officer or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of

the officers or directors be subject to the payment of the debts or obligations of this corporation.

In addition to any rights and duties under applicable law, this corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents, from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

#### **ARTICLE IX** **Initial Registered Agent**

The name and address of the initial Registered Agent of this corporation is:

Joan R. Travis  
1548 Langham Terrace  
Lake Mary, FL 32746-1971

The corporation may change the name and/or address of its registered agent from time to time without amendment of these Articles of Incorporation.

#### **ARTICLE X** **Incorporator**

The name and address of the person signing these Articles as Incorporator is:

Joan R. Travis  
1548 Langham Terrace  
Lake Mary, FL 32746-1971

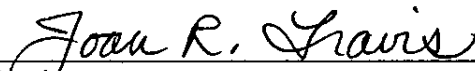
#### **ARTICLE XI** **Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

**ARTICLE XII**  
**Headings and Captions**

The headings and captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a not for profit corporation pursuant to the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets her hand and seal this 1<sup>st</sup> day of October, 2010.

  
\_\_\_\_\_  
Joan R. Travis

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND  
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

Music Theater Bavaria, Inc., desiring to organize as a not for profit corporation pursuant to the laws of the State of Florida, with its registered office at 1548 Langham Terrace, Lake Mary, FL 32746-1971, has named and designated Joan R. Travis as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above-named not for profit corporation, at the place designated in this Certificate, I hereby agree that I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Joan R. Travis  
Joan R. Travis, Registered Agent

10-1-10  
Date

FILED  
2010 OCT -6 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA