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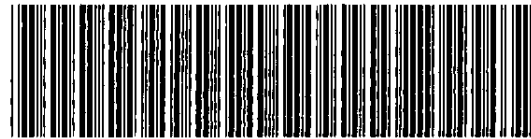
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amended
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1-12-11

THE LAW FIRM OF

Geraghty, Dougherty & Edwards, P.A.

PATRICK E. GERAGHTY
Board Certified Civil Trial Attorney

THOMAS M. DOUGHERTY

C. BERK EDWARDS

CHARLES B. EDWARDS
Real Estate

January 5, 2011

Florida Department of State
Division of Corporations
Attn: Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314

RE: Dare to Dance of Southwest Florida, Inc.
Document Number: N10000011082

Dear Sir/Madam:

Enclosed please find my firm checks for the following:

- 1) Filing of Amended Articles of Incorporation in the amount of \$35.00;
- 2) Certified Copy in the amount of \$8.75; and,
- 3) Certificate of Status in the amount of \$8.75.

Please file the Amended Articles of Incorporation and we would request you to issue a certified copy along with a Certificate of Status for the referenced not-for-profit corporation. Additionally, we have enclosed a self-addressed, stamped envelope for your use of returning the requested documents to my office.

Please do not hesitate to contact me should you need any additional information.

Sincerely yours,



Thomas M. Dougherty

TMD/lr
Enclosures as stated

**AMENDED ARTICLES OF INCORPORATION
of Dare to Dance of Southwest Florida, Inc.**

We, the undersigned subscribers to these Articles of Incorporation, are natural persons competent to contract, do hereby form a not-for-profit corporation, under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be:

Dare to Dance of Southwest Florida, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

11750-B Metro Parkway
Fort Myers, Florida 33966

ARTICLE III PURPOSE

The purpose of which the corporation is organized is:

Said organization 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 is organized pursuant to the provisions of the Florida Nonprofit Corporation Code and the corporation shall have perpetual duration.

The corporation is a nonprofit corporation and shall not be operated for pecuniary gain or profit. The corporation is organized and shall be operated exclusively for the purpose within the meaning of section 501(c)(3) of the Internal Revenue Code, as revised, or any corresponding section of any future federal tax code, including the making of distributions to organizations that qualify as exempt organizations under said section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code. In so operating, it shall be the purpose of the corporation to offer amateur dance programs through a volunteer base; to promote good artistry and good citizenship; to conduct programs that provide for, enhance and strengthen participation and competition for amateur dancers; to work with other dance organizations to benefit amateur dancers.

In carrying out the purposes stated herein, the corporation shall possess and may exercise any and all powers granted to nonprofit corporations under Florida Nonprofit Corporation Code, as amended from time to time, subject, however, to the limitations set forth in Article IV. hereof.

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TALLAHASSEE, FLORIDA

ARTICLE IV LIMITATIONS

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization 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 (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue-Code, or corresponding section of any future federal tax code.

ARTICLE V DISSOLUTION

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated for such purposes.

ARTICLE VI SHARES

The corporation shall have no stockholders, no capital stock, and shall have no members. No individual shall have any ownership right or interest in the assets of the corporation and such assets shall, upon dissolution of the corporation, only be distributed as provided in these Articles of Incorporation.

ARTICLE VII MANAGEMENT

The entire management of the affairs of the corporation shall be vested in the Board of Directors, the number of members of which and their duties and manner of election or appointment shall be as provided in these Articles of Incorporation and in the By-Laws of corporation.

ARTICLE VIII INITIAL OFFICER/DIRECTORS (optional)

The name(s), address(es) and title(s):

This corporation shall have an initial Board of Directors in which all power of the corporation shall be vested and which shall consist of three (3) members. The initial Board of Directors have been elected by the incorporators and subsequent directors shall be elected by the initial or incumbent directors.

The three initial directors of the corporation shall have staggered terms of three, two, and one years, as set forth below and each director shall serve for such term, respectively, and until a successor is appointed or until such director's earlier resignation, removal from office, or death. The names, addresses, and respective tenures of the initial directors are as follows:

<u>Name</u>	<u>Address</u>	<u>Tenure</u>
1. Danette Watson	7412 Heritage Palms Estate Dr. Fort Myers, FL 33966 US	Term expires 12/31/13
2. Cheryl Sington	11750-B Metro Parkway Fort Myers, FL 33966 US	Term expires 12/31/12
3. Karen Martina	11750-B Metro Parkway Fort Myers, FL 33966 US	Term expires 12/31/11

Subsequent directors shall be elected annually by the then existing Board of Directors to replace any director or directors whose term or tenure is then expiring, and such elected director shall hold office for five (5) years and until his successor is elected. All vacancies in the Board of Directors shall be filled for the unexpired term in the same manner with the director elected to fill the vacancy serving out the remainder of the unexpired term and until his/her successor is elected. Each director shall have one vote in the election of officers and in the conduct of all the business of the corporation.

ARTICLE IX REGISTERED AGENT

The **name and Florida street address** of the registered agent is:

Thomas M. Dougherty, Esquire
1531 Hendry Street
Fort Myers, Florida 33901

ARTICLE X INCORPORATORS

The **name and address** of the Incorporators are:

Danette Watson
7412 Heritage Palms Estate Dr.
Fort Myers, Florida 33966

ARTICLE XI DIRECTOR LIABILITY

The directors of the corporation shall have no personal liability whatsoever for any debts or liabilities of the corporation or of monetary damages for breach of duty of care or other duty owed as a director provided, however, that such limitation shall not apply to the liability of a director for:

- a) Any appropriation, in violation of his/her duties, of any business opportunity of the corporation;

- b) Acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or
- c) Any transaction from which the director derived an improper personal benefit.

The private property of the directors shall be exempt from execution or other liability for any debts of the corporation.

ARTICLE XII INDEMNITY

The directors and officers of the corporation shall be indemnified as of right to the fullest extent now hereafter or permitted by law in connection with any actual or threatened civil, criminal, administrative, or investigative action, suit or proceeding (whether brought by or in the name of the corporation or otherwise) arising out of their service to the corporation or to another organization at the request of the corporation. The corporation may purchase and maintain insurance to protect itself and any such director or officer against any liability asserted against him/her and incurred by him/her in respect of such service whether or not the corporation would have the power to indemnify him/her against such liability by law or under the provisions of this Article shall be applicable to actions, suits or proceeding commenced after the adoption hereof, whether arising from acts of omissions occurring before or after the adoption hereof, and to directors or officers who have ceased to render such service, and shall inure to the benefit of the heirs, executors, and administrators of the directors and officers referred to in this Article.

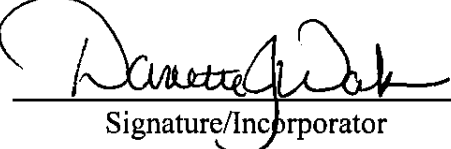
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



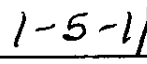
Signature/Registered Agent



Date



Signature/Incorporator



Date

Signature/Incorporator

Date