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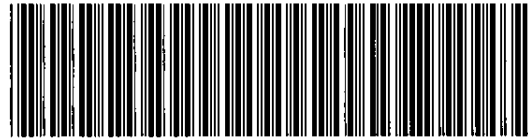
(Document Number)

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Kelly Abraham GAVE
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MRD
12/10

PILKA & ASSOCIATES, P.A.

ATTORNEYS AT LAW

MAYRA L. CALO
RUTH LAFFERTY
DANIEL F. PILKA†
J. SCOTT REED

†CERTIFIED CIRCUIT CIVIL MEDIATOR

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E-mail Address: law@pilka.com
Website: <http://www.pilka.com>

LAURIANE CICCARELLI
HILDEGUND WANDERS

OF COUNSEL

December 8, 2010

Federal Express Airbill No.:
8481 5214 3208
Secretary of State
Division of Corporations
Clifton Bldg.
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Colin D. Claypool
Our File:

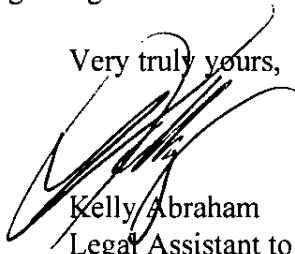
Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation and Designation and Acceptance of Registered Agent for the above referenced corporation, along with a copy of the same and this firm's check in the amount of \$78.75 for costs in filing the enclosed.

Upon completion of your filing of the Articles, kindly return a timed stamped certified copy of the filed Articles in the enclosed federal express envelope. If you should have any questions please contact our office. The toll free number is 866-787-4552

Thank you for your assistance regarding this matter.

Very truly yours,



Kelly Abraham
Legal Assistant to
J. Scott Reed

**ARTICLES OF INCORPORATION
OF
GRANTS FOR DANCE, INC.**

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KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporator, acting pursuant to state law, adopts the following Articles of Incorporation:

ARTICLE ONE: NAME

- 1.1 The name of the corporation shall be the **GRANTS FOR DANCE, INC.**

ARTICLE TWO: DURATION

- 1.1 The period of the duration of this corporation is perpetual.

ARTICLE THREE: PURPOSES

The objects and purposes for which this corporation is formed are as follows:

- 2.1 To promote and create opportunities for dancers and provide support services to them in their careers. Such services shall include, but not be limited to, providing grants, scholarships, dance workshops and performance opportunities, employment and housing assistance and ongoing friendship and encouragement.
- 2.2 Said corporation is organized exclusively for charitable, religious, and/or educational 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 the corresponding section of any future tax code.
- 2.3 Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by: (a) a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Law; or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provision of any future United States Revenue Law.
- 2.4 The corporation shall freely engage in all lawful activities and efforts including the solicitation of grants and contributions that may reasonably be intended or expected to promote and advance the purposes stated in this Article.
- 2.5 The corporation shall be qualified to purchase, own, sell or otherwise dispose of real estate and other property that may be necessary for its purposes or to mortgage or lease the same; to receive donations; to receive, manage, take and hold all types of real and personal property, individual stocks, bonds, and

securities of other corporations by gift, grant devise or bequest, and to sell or dispose of the same. To do each and everything necessary, suitable or proper for the accomplishment of any of the purposes and objectives herein enumerated or which shall appear expedient for the protection or benefit of the corporation.

- 2.6 The corporation shall be qualified to borrow money, contract debts and issue bonds, notes debentures and securities for such obligations.
- 2.7 The corporation shall exercise all powers granted by law to exempt corporations and to do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation, including the conduct of any business, the returns from which are used for the object of the corporation and are not distributed to the personal benefit of the members thereof. It is specifically provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the corporation granted by the statutes of the State of Florida.

ARTICLE FOUR: AGENT AND REGISTERED OFFICE.

- 3.1 The physical and mailing address of the initial office of the corporation is 609 Lakehurst Street, Lakeland, FL 33805.
- 3.2 The name of the registered agent for the corporation is Colin D. Claypool, 609 Lakehurst Street, Lakeland, FL 33805.

ARTICLE FIVE: MEMBERSHIP

- 4.1 The membership of the corporation shall be defined in the bylaws of the corporation, as adopted by the board of directors.

ARTICLE SIX: CAPITAL STOCK, DISTRIBUTION OF CORPORATE ASSETS AND LIABILITY OF DIRECTORS

- 5.1 The corporation does not contemplate pecuniary gain or profit and there shall be no capital stock.
- 5.2 No part of the activities 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 Three hereof.
- 5.3 No substantial part of the activities of the corporation shall be carrying on the propaganda, 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.

- 5.4 Upon dissolution 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 a court of competent jurisdiction 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 such court shall determine, which are organized and operated exclusively for such purposes.
- 5.5 The directors shall not be personally liable for the debts, liabilities, or obligations of the corporation.

ARTICLE SEVEN: BOARD OF DIRECTORS

- 6.1 The business affairs of the corporation shall be managed by a board of directors. The number of directors shall be fixed by the bylaws and may be increased or decreased from time-to-time in the manner specified therein. The first board of directors shall consist of three members, who shall serve until the first organizational meeting of the corporation and their successors are elected and qualified, unless they earlier resign or are removed.

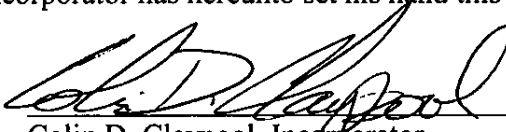
ARTICLE EIGHT: BYLAWS

- 7.1 The corporation, through action by its board of directors, shall have the power to adopt, amend, or repeal the bylaws which shall, from time-to-time, be adopted

ARTICLE NINE: AMENDMENTS TO ARTICLES OF INCORPORATION

- 8.1 The corporation reserves the right to amend or repeal theses Articles of Incorporation by affirmative vote of two-thirds (2/3) of the board of directors at any regular business meeting, provided that special notice of such amendments or change have been given pursuant to the law of the State of Florida.

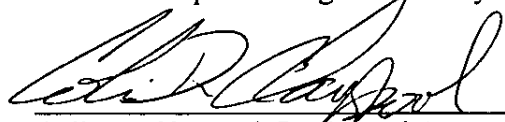
8/12 **IN WITNESS WHEREOF**, the incorporator has hereunto set his hand this day of December 2010.


Colin D. Claypool, Incorporator
609 Lakehurst Street
Lakeland, FL 33805

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the

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appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.


Colin D. Claypool, Registered Agent

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