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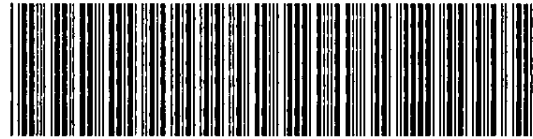
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FILED
11 MAR 17 PM 2:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EFFECTIVE DATE 3/15/11

MRD
3/21

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

SUBJECT:
DADE CITY SYMPHONY, INC.

Request for Non-Profit Incorporation

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :
\$70.00 Filing Fee

FROM:
Kathleen M. McKenzie
813-713-0769
30831 Deer Run
Dade City, FL 33523

E-mail address: kmckien@attglobal.net

Included are the original and one copy of the articles.

Dade City Symphony, Inc.
Articles of Incorporation
Effective date: 3/15/2011

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ARTICLE I – NAME

This organization shall be known as Dade City Symphony, Inc., also designated herein as DCS, a non-profit organization incorporated in the State of Florida.

ARTICLE II – PRINCIPLE OFFICE

Principle Street Address:

30831 Deer Run
Dade City, FL 33523

Principle Mailing Address:

30831 Deer Run
Dade City, FL 33523

ARTICLE III: - PURPOSE

DCS is a musical group dedicated to cultural enrichment through symphonic music. The purpose for which DCS is organized and operated is 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 the corresponding section of any future federal tax code.

OBJECTIVES: The objectives of DCS shall be;

- (i) To create and maintain a 100% volunteer non-profit community orchestra,
- (ii) To offer qualified instrumentalists from Dade City and surrounding communities an opportunity to perform symphonic music;
- (iii) To provide the musicians of the orchestra the opportunity to have a vote on the music the group plays and performs;
- (iv) To bring orchestral music to the local community and inspire future orchestral musicians both youth and adult;
- (v) To contribute to the enhancement of performing arts in the Dade City community and surrounding area.

ACTIVITIES: In furtherance thereof, DCS will prepare rehearsals, concerts and special events, provide educational opportunities, seek and accept funding, enter into contracts, and conduct any and all activities in which a non-profit, non-stock corporation may legally engage in the State of Florida in accordance with these bylaws.

ARTICLE IV: – MANNER OF ELECTION

BOARD OF DIRECTORS: DCS shall be governed by a Board of Directors. The Board shall be responsible to the Membership for implementation of the stated purposes of DCS.

MEMBERSHIP: The Board of Directors shall consist of a minimum of 4 Officers and no more than 3 Directors. Directors shall be elected at the Annual Meeting of the membership. Officers shall serve for terms of four years commencing immediately following the Annual Meeting election. Directors shall serve for terms of two years. Officers and Directors may serve an unlimited number of terms.

The Board Membership shall consist of the following:

A. The four Operating Officers: President, Vice President, Secretary, and Treasurer. Only prior Board members are eligible to stand as candidates for the position of President.

B. Up to three representatives from the Orchestra elected for a term of two years commencing immediately following their election.

No Board member will be removed or have a shortened term as a consequence of Bylaw changes. Changes in Bylaws will be implemented as individual terms of existing Board members expire. Mid-term vacancies on the Board may be filled by appointment through a vote of the Board to fill the unexpired term until the next Annual Meeting. If there is a remaining year of this unexpired term, members will vote at the next Annual Meeting to fill this unexpired term for the remaining year.

The Board shall be elected by the orchestra membership. At least two operating officers must be elected from the Orchestra membership.

ARTICLE V: - INITIAL OFFICERS/DIRECTORS

Title: President (P)
Name: Kathleen M. McKenzie
Address: 30831 Deer Run
Dade City, FL 33523

Title: Vice President (VP)
Name: Laurel Weightman
Address: 14308 11th Street
Dade City, FL 33523

Title: Secretary (S)
Name: Kathleen Boyle
Address: 30404 St. Joe Rd.
Dade City, FL 33525

Title: Treasurer (T)
Name: Linda Hauff
Address: 13436 14th Street
Dade City, FL 33525

ARTICLE VI – MEMBERS OF THE CORPORATION

The powers, duties, and privileges of the members of the corporation shall be such as are specified in the Bylaws of the corporation. All provisions herein or in the Bylaws of the corporation for the regulation and conduct of the affairs of the corporation, and the qualification for membership in the corporation are expressly intended to be in furtherance, and not in limitation or exclusion, of the powers conferred by statute.

ARTICLE VII – AMENDMENT OF BY-LAWS

BYLAW COMMITTEE: A Bylaw Committee shall be appointed by the DCS President at least two months prior to the Annual Meeting to review and rewrite Bylaws as necessary and according to the provisions for revision in the Bylaws.

AMENDMENT VOTE: The Bylaws may be changed or amended by a 2/3 vote of the Membership in attendance at an annual Meeting of DCS at which there is a quorum.

LIMITATION OF POWER TO AMEND: Anything herein to the contrary notwithstanding, no change shall be made in the Bylaws which will affect the exempt status of the organization under Section 501 (c) (3) of the Internal Revenue Code.

WRITTEN AMENDMENT: Whenever a Bylaw is amended or repealed or a new Bylaw is adapted, such action and the date on which it was taken shall be noted by the Secretary on the original Bylaws in the appropriate place or a new set of Bylaws shall be prepared incorporating such changes.

ARTICLE VIII- DURATION

The period of the corporation's duration shall be perpetual.

ARTICLE IX

The corporation shall be without capital stock and no person, or any of the corporation's members, shall derive any profit from its operation and said corporation is to be operated on a non-profit basis.

ARTICLE X – NOT FOR PROFIT

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 the Statement of Purpose hereof. The property of this corporation is irrevocably dedicated to the DCS 501(c)(3) exempt purpose(s)] and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XI – DCS will not engage in prohibited political and legislative activity under 501(c)(3):

No substantial part of the activities of the corporation shall be the 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE XII: -DISSOLUTION

Dissolution of DCS requires a 90% vote at an annual meeting with a 50% quorum of current members. In the event of dissolution, all of the real assets of DCS shall be distributed to one or more non-profit corporations which satisfy the intent of section 501 (c) (3) of the United States Internal Revenue Code and are engaged in similar musical activities. No member or Officer of DCS shall realize any financial gain as a result of this dissolution.

ARTICLE XIII: -INDEMNIFICATION AND REIMBURSEMENT

DCS shall be bound by and comply with the provisions of Florida Statutes pertaining to the indemnification of corporate Members, Directors, Officers and Agents.

ARTICLE XIV: - STATUTORY REFERENCES

Any reference herein to a section of the Internal Revenue Code or the Florida General Statutes shall mean such section as it is constituted at the time of the adoption of these Articles of Incorporation and as it may hereafter be amended, added to or otherwise changed, and it shall also include any other provision of similar purpose which may hereafter become applicable to the organization.

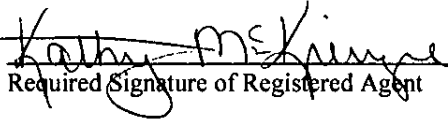
ARTICLE XV: - NON-DISCRIMINATION

DCS does not discriminate against individuals on the basis of race, color, sex, sexual orientation, gender identity, religion, disability, age, veteran status, ancestry, or national or ethnic origin.

ARTICLE XVI: REGISTERED AGENT

Name: Kathleen M McKenzie
Address: 30831 Deer Run
Dade City, FL 33523

Having been named the 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.

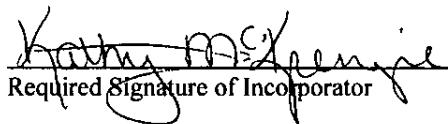

Required Signature of Registered Agent

3-15-2011
Date

ARTICLE XVII: INCORPORATOR

Name: Kathleen M McKenzie
Address: 30831 Deer Run
Dade City, FL 33523

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Required Signature of Incorporator

3-15-2011
Date

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SECRETARY OF STATE
TALLAHASSEE FLORIDA