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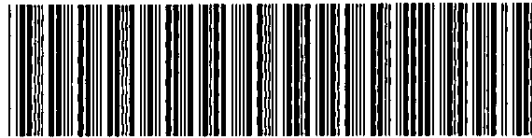
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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

CULTURE ROCK, INC.

Signature _____

Requested by: BAN

7-15

AM

Name

Date

Time

Walk-In

Will Pick Up

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

**ARTICLES OF INCORPORATION
OF
CULTURE ROCK, INC.
(A CORPORATION NOT FOR PROFIT)**

The undersigned acknowledge and file in the office of the Secretary of State of Florida, for the purposes of forming a corporation not for profit in accordance with the laws of the State of Florida, these Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation is CULTURE ROCK, INC.

**ARTICLE II
PRINCIPAL OFFICE AND ADDRESS**

The address of the principal office of the corporation is 1430 West Memorial Boulevard, Lakeland, Florida 33815, and the mailing address is the same.

**ARTICLE III
PURPOSE**

The corporation is organized exclusively for charitable, religious, and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof. 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 any candidate for public office. The corporation shall not be used to gain pecuniary profit for its members or to engage in any acts prohibited by chapter 617, Florida Statutes.

ARTICLE IV
POWERS

The corporation shall be authorized and empowered to exercise any and all corporate powers conferred by Section 617.0302, Florida Statutes, as may be amended from time to time, provided such powers are exercised in a manner that is consistent with, and reasonably necessary and incidental to, the objects and purposes of the corporation set forth in Article III hereof. Notwithstanding any other provision of these Articles, the corporation will not exercise any powers or engage in any activities, other than to an insubstantial extent, that in themselves are not in furtherance of: (i) Section 501(c)(3) of the Internal Revenue Code, its rules and regulations, all as amended now or hereafter, (ii) Section 170(c)(2) of the Internal Revenue Code, its rules and regulations, all as amended now or hereafter, or (iii) the purposes of the corporation, as set forth herein.

ARTICLE V
MEMBERSHIP

This corporation will not have capital stock, and the conditions of membership shall be stated in the bylaws of the corporation.

ARTICLE VI
DURATION

The corporation shall commence existence on the filing of these Articles of Incorporation, and shall have perpetual duration.

ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation shall be located at 225 East Lemon Street, Suite 300, Lakeland, Florida 33801. The initial registered agent at the address shall be David A. Miller, Esquire.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator is:

NAME:

David A. Miller

ADDRESS:

225 East Lemon Street, Suite 300
Lakeland, Florida 33801

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ARTICLE IX
NO PRIVATE INUREMENT

No part of the net earnings of the corporation shall inure to the benefit of any director, member, trustee, officer or the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

ARTICLE X
DISTRIBUTIONS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to a

charitable, scientific, religious, literary, or educational organization which at that time qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

ARTICLE XI **DIRECTORS**

The affairs and property of this corporation shall be managed and governed by a Board of Directors, composed of not less than three (3) individuals. The number of Directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation; provided that in no event shall the corporation have less than three (3) Directors.

The Board of Directors may, by resolution or resolutions, passed by a majority of the Board, designate one or more committees, which to the extent provided in said resolution or resolutions or in the bylaws of the corporation shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation and may have the power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the bylaws of the corporation or may be determined from time to time by resolutions adopted by the Board of Directors.

The corporation may in its bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by statute.

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The following individuals shall constitute the initial Board of Directors:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
Board Member	H. William Mutz	1430 West Memorial Boulevard Lakeland, Florida 33815
Board Member	Stephen S. Madden	1622 Clarendon Avenue Lakeland, Florida 33815
Board Member	Steve Wade	1708 Pineberry Court Lakeland, FL 33803

[SIGNATURE PAGE FOLLOWS]

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IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these
Articles of Incorporation this 14th day of July, 2011.

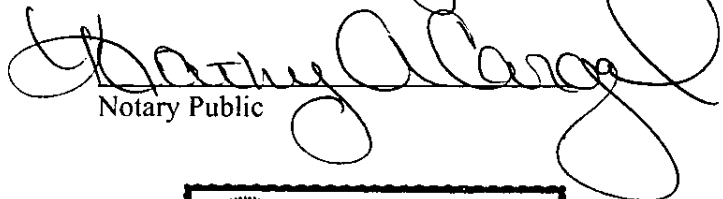

DAVID A. MILLER, INCORPORATOR

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and
take acknowledgments, personally appeared DAVID A. MILLER who [☒] is personally known to
me or who [☐] has produced _____, as identification.

WITNESS my hand and official seal this 14th day of July, 2011, at
Lakeland, Florida.

(NOTARIAL SEAL)


Notary Public



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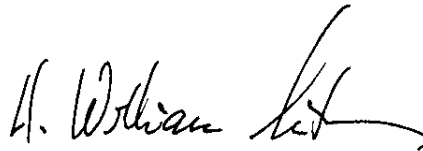
To: The Department of State
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 617.0501 of the Florida Not For Profit Corporation Act, the following is submitted:

Culture Rock, Inc., with its place of business at 1430 West Memorial Boulevard, Lakeland, Florida 33815, has named David A. Miller, Esquire, located at 225 East Lemon Street, Lakeland, Florida 33801, as its agent to accept service of process within Florida.

Dated: July 14, 2011.



H. WILLIAM MUTZ, DIRECTOR

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 617 of the Florida Not For Profit Corporation Act.

Dated July 14, 2011.



David A. Miller
Registered Agent

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