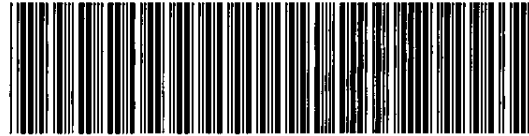


N11000008650



800211299548

08/26/11--01022--014 **70.00

(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:

6011-44757

Office Use Only

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 SEP -9 PM 4: 15

APPROVED
AND
FILED

1/4

COVER LETTER

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

SUBJECT: We The People Theatre Arts Initiative, 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: Kimberley Alderson
Name (Printed or typed)

18001 NW 55 Place
Address

Alachua, FL 32615
City, State & Zip

352-222-5973
Daytime Telephone number

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

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 29, 2011

KIMBERLEY ALDERSON
18001 NW 55 PLACE
ALACHUA, FL 32615

SUBJECT: WE THE PEOPLE THEATRE ARTS INITIATIVE, INC.
Ref. Number: W11000044757

We have received your document for WE THE PEOPLE THEATRE ARTS INITIATIVE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 611A00020111

APPROVED
AND
FILED

LAWS OF THE
WE THE PEOPLE THEATRICAL ARTS INITIATIVE, INC.
A FLORIDA NON-PROFIT CORPORATION

17 SEP -9 PM 4:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of this Corporation as provided in the articles of Incorporation is **WE THE PEOPLE THEATRICAL ARTS INITIATIVE, INC.** (the "Corporation").

ARTICLE II
Incorporator

The name and residence of the Incorporator is as follows:

Gabrielle Byam
1125 NW 36th Ave
Gainesville, FL 32609

The incorporator's address is also the business address.

ARTICLE III
Purpose

This is a non-profit corporation, organized solely for charitable and educational pursuant to the Florida Corporations Not-For-Profit Law set forth in Section 617 of the Florida Statutes, and within the meaning of Section 170(c) (2) (3), 2055(a) (2), and 2522(a) (2) of the Internal Revenue Code of 1986.

The Mission Statement is as follows:

The purpose of the **WE THE PEOPLE THEATRICAL ARTS INITIATIVE** is to use theater arts to effect positive character development among youth.

WE THE PEOPLE THEATRICAL ARTS INITIATIVE will accomplish its mission by implementing theatrical methods that:

- Increase multicultural awareness and understanding among youth;
- Develop social empathy among youth;
- Encourage personal and social responsibility among youth;
- Inspire and motivate youth to contribute to their environments in tangible ways.

ARTICLE IV
Quarterly Meetings of the Corporation

Section 1. Quarterly Meetings. The meetings of the Corporation shall be held quarterly during the fiscal year of the Corporation at such date, time and place as may be fixed by the Board of Directors, or by an officer of the Corporation authorized by the Board to act for it in such matter

and as stated in the notice of the meeting. Special meetings of the board may be called by the President, or, in case of the President's absence, death, or disability, by the Secretary, by the Directors by action at a meeting, or by a majority of the Directors acting without a meeting.

Section 2. Notices of Meetings. Written notice of each Quarterly Meeting of the Corporation or special meeting stating the date, time and place thereof shall be given by the Secretary or the person or persons calling the meeting by personal delivery or by email or other written media to each Director entitled to notice of the meeting at least thirty (30) days prior to the meeting.

ARTICLE V Board of Directors

Section 1. Powers. The Board of Directors shall be the governing body of the **WE THE PEOPLE THEATRICAL ARTS INITIATIVE, INC.** acting in accordance with the desires of the Corporation as expressed in its general meetings. The Board of Directors shall have general charge of the affairs, property and assets of the Corporation. It shall be the duty of the Directors to carry out the aims, vision, mission and purposes of the Corporation and, to this end, to manage and control all of its property and assets.

Section 2. Number. The officers of the **WE THE PEOPLE THEATRICAL ARTS INITIATIVE, INC.** shall be a president, a secretary and a treasurer and such other officers as these Bylaws are amended to provide. These officers shall constitute the Executive Committee of the **WE THE PEOPLE THEATRICAL ARTS INITIATIVE, INC.**

The Board of Directors shall consist of the duly elected and appointed officers. The number of officers of the Corporation, shall be at least three (3), which number may be increased or decreased from time to time by amendments to these By laws as specified in the Articles of Incorporation, but shall never be less than the minimum required by law.

Section 3. Nominations. All nominees to the Board of Directors shall be recommended by a current Director. All nominees for Officers shall promote the needs of the Corporation with respect to the objectives and purposes of the Corporation as stated in the Articles of Incorporation and in these Bylaws.

Section 4. Election. Members and officers of the Board of Directors shall be elected the Quarterly Meeting of the Corporation or, if such meeting is not held or Directors are not elected there at or, if a vacancy occurs, at a special meeting of Members called for the purpose. Officers shall hold office from the election of officers at the Quarterly Meeting of the Corporation until the date fixed in accordance with these Bylaws for the Quarterly Meeting of the Corporation next following the election of such officers and until their successors are elected and qualified; provided, however, that any officer may be removed with cause by the Directors.

Section 5. Term. The term of each initial elected Director designated in Article VI of the Articles of Incorporation shall extend until the quarterly meeting of the Board of Directors following the close of the first fiscal year of the Corporation. The terms of each Director serving as an officer shall be for three (3) years. The Board of Directors is responsible for electing and terminating the President. Terms for the other elected members of the Board of Directors shall be for seven (7) years. Upon the expiration of the term of the Director, he shall continue to serve as a Director until his successor is duly elected and qualified or until his earlier resignation, removal from office or death.

Section 6. Vacancies. Any Director, by notice in writing to the Board of Directors, may resign at any time. Any Director shall be removed from office, with cause, at a meeting of the Directors by an affirmative vote of a majority of the Directors then attending, as long as a quorum is present.

- A. Replacement of President. In the event of the death, resignation or removal from office of the President, the Board of Directors shall appoint a President of the Corporation for the remainder of the vacating President's term as well as the next following term.
- B. Replacement of Treasurer or Secretary. In the event of the death, removal from office or resignation of the Secretary or Treasurer, a successor to such vacancy shall promptly be appointed by the Board of Directors for the remainder of the term. Upon appointment the person shall assume this office immediately for the remainder of the term.
- C. Replacement of a Director. Should the office of a Director become vacant in the event of death, resignation, or removal from office, the Board of Directors shall appoint a replacement. Upon appointment the person shall assume this office immediately for the remainder of the term.

Section 7. Meetings of Board of Directors. The Quarterly Meeting of the Board of Directors shall be held. Special meetings, of the Board may be called by the President, or by any two Directors.

- A. Quorum and Voting. A majority of the whole number of Directors serving shall constitute a quorum for the transaction of business at any meeting of the Directors. For purposes of any vote of Directors, each Director shall have one vote, except as otherwise provided in these Bylaws.
- B. Notice of Meetings of Board of Directors. Written notice of the time and place of each meeting of the Directors shall be given by the Secretary or the person or persons calling the meeting not more than sixty days nor less than ten days before the date of such meeting to each Director. Notice of any meeting shall be considered given if emailed or otherwise sent or delivered in writing to the Director at his or her address specified in the records of the Corporation. The giving of notice shall be deemed to be waived by any Director who shall attend and participate in such meeting without protesting, prior to or at the commencement of such meeting, the lack of proper notice which may be waived, in writing, by any Director before, at, or after such meeting.
- C. Action Without a Meeting. Any action which might be taken at any meeting of the Directors or of any committee may be taken without such meeting by a writing or writings signed by all of the Directors or all of the members of such committee, as the case may be. The writing or writings evidencing such action taken without a meeting shall be filed with the Secretary of the Corporation and inserted in the permanent records relating to meetings of the Directors.
- D. Meetings Held Through Communications Equipment. Meetings of the Board of Directors or any committee of the Board may be held through communications equipment (i.e. conference calls, video teleconference, list servers, Internet Web Page, postings, emails, etc.) If all persons participating can hear and/or see each other or be able to view each others' comments and respond through electronic means, such participation shall constitute presence at such a meeting.

Section 8. Duties. The Board of Directors shall prepare and authorize an annual budget. The Board of Directors shall formulate guidelines for approving expenditures. The Board of Directors is expected to attend to all business that shall occur between regular business meetings. Whenever members of the Board of Directors cannot attend a scheduled meeting, they are expected to notify the President prior to the meeting.

ARTICLE VI
Officers' and Committees' Duties

Section 1. Duties of Officers. The officers shall have such authority and shall perform such duties as are customarily incident to their respective offices and such other and further duties as prescribed in these Bylaws and as may from time to time be required of them by the Directors. By the last working day of October, each officer shall submit an action plan with timeline for the coming year to the incoming President and Secretary for distribution to the Board of Directors. The prescribed duties of officers include:

A. The President shall:

1. Call, set the agenda, and conduct all Board and membership Business meetings.
2. Be, by virtue of the office, Chairman of the Board of Directors.
3. Present at each annual meeting of the organization an annual report of the work of the organization.
4. Appoint Chairpersons for standing and ad hoc committees.
5. Assume responsibility for all official communication, both oral and written, for the Corporation.
6. Coordinate planning for Corporation conferences and meetings.
7. Be one of the officers who may sign the checks or drafts of the organization.
8. Have such powers as may be reasonably construed as belonging to the chief executive of any organization.

B. The Secretary shall:

1. Attend all Board and Business meetings.
2. Record and disseminate minutes of Board meetings or meetings that set policy.
3. Maintain a record of names, addresses, and phone numbers of Officers and Directors.
4. Maintain a log of announcements and minutes including records of attendance.
5. Submit to the treasurer an official transcript of the minutes of any meeting at which expenditures of the Corporation funds were approved or disapproved by a majority vote.
6. Convey all records to the incoming Secretary at the completion of term.

C. The Treasurer shall:

1. Attend all Board and Business meetings.
2. Assume responsibility for all financial transactions of the Corporation.
3. Distribute a Treasurer's report of receipts, expenditures, and balances at all regularly scheduled Board and Business meetings.
4. Maintain separate accounts for the general fund and for any special purpose fund.
5. Provide all necessary documentation of the accounts and financial transactions of the Corporation to the Audit Committee on request.
6. Be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

At least two officers shall sign checks or drafts of the corporation.

No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

Section 2. Duties of Committees. The Board of Directors may, from time to time, create committees. The Board of Directors may delegate to any such committee any of the authority of the Board. Each such committee shall serve for the Board, shall act only in the intervals between meetings of the Board, and shall be subject to the control and direction of the Board; provided, however, that no third party shall be adversely affected by relying upon any act by any such committee within the authority delegated to it. Each such committee shall act by not less than a majority of the authorized number of its members. Functions of committees and committee chairs stated below may be further defined by the Board of Directors establishing guidelines and job responsibilities.

ARTICLE VII Fiscal Year

The fiscal year and membership year of the Corporation shall end on September 30, or on such other date as may be fixed from time to time by the Board of Directors.

ARTICLE VIII Salaries

The Board of Directors shall hire and fix the compensation of the Executive Director and along with the Executive Director, of any and all employees which they in their discretion may determine to be necessary for the conduct of the business of the organization.

ARTICLE IX Amendments

Section 1. Proposing Amendments. Amendments to the Bylaws of the Corporation may be proposed as follows: The Board of Directors may present the proposed amendment in one of the quarterly meetings of the Board with the request that it may be voted upon at the next scheduled board meeting.

Section 2. Adoption. The Board of Directors shall adopt or reject the changes in the Bylaws by a favorable majority vote of the Officers and Directors present and voting at the next meeting of the Board. Adopted amendments shall take effect immediately after being filed in a timely manner with The Secretary of the Corporation who shall record the filing date in the official Corporation minutes.

ARTICLE X Affiliation

Section 1. Affiliation Process. The Corporation may affiliate with organizations with purposes similar to the objectives of the **WE THE PEOPLE THEATRE ARTS INITIATIVE, INC.** upon recommendation of the Directors present at a regular meeting so long as such affiliation does not cause the Corporation to lose any existing tax-exempt status.

Section 2. Delegates. The Board of Directors shall designate the official delegate or delegates to established activities of such affiliated organizations.

Section 3. Funding of Delegates. The Board of Directors may authorize payment of all or partial expenses of the delegate or delegates to established activities of such affiliated organizations.

ARTICLE XI Indemnification

The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, officer, or employee of the Corporation, or is or was serving at the request of the Corporation as a director, trustee, officer, or employee of another corporation (whether non-profit or for profit), partnership, joint venture, trust, or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provision of the Articles of Incorporation or under the Florida Not for Profit Corporation Act.

ARTICLE XII Dissolution of Corporation and Distribution of Assets

Section 1. Dissolution. No part of the net income, revenue, and grants of the Corporation shall inure to the benefit of any member, officer, or any private individual (except that the reasonable compensation may be paid for services rendered in connection with one or more of its purposes), and no member, officer or any private individual shall be entitled to share in the distribution of any part of the assets of the Corporation. In its dissolution or liquidation, the assets and the records for the Corporation, after payment of debts and obligations, shall be transferred to an organization with federal tax exemption purposes within the meaning of section 501(c)(3) for charitable and educational uses and purposes similar to those of the Corporation or to a state or local government, for public purposes. The Exempt organization shall be designated by the final Board of Directors of the Corporation.

Section 2. Distribution of Assets. The affirmative vote of two-thirds of the Directors at any annual meeting of Directors or special meeting of Directors shall be required to adopt or approve the distribution of the Corporation. The notice of the meeting, at which any such action is to be considered, shall set forth the subject of the action or actions to be approved.

ARTICLE XIII Miscellaneous

Section 1. Record of Directors. The Secretary of the Corporation shall keep or cause to be kept an electronic record book, which may be included in and be a part of the record book containing the minutes of meetings of the Directors, in which shall be contain the names of all Directors, together with the last known address of each Director. There shall also be stated therein the date upon which each Director became such, and upon termination of any Directorship for any cause, the facts relating thereto shall be recorded in said book, together with the date of such termination. It shall be the duty of every Director, upon becoming such Director, forthwith to furnish to the Secretary of the Corporation, for inclusion in such record, his or her then address and likewise promptly to report to the Secretary for inclusion in such record any change in any such address.

Section 2. Lobbing. 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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. 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 XIV
Initial Officers and Directors

Liberty Phoenix, President
1125 NW 36th Ave
Gainesville, FL 32609

Andy Lord
1125 NW 36th Ave
Gainesville, FL 32609

Deborah Philips
1125 NW 36th Ave
Gainesville, FL 32609

Aaron Ganas, Secretary
1125 NW 36th Ave
Gainesville, FL 32609

Kimberley Alderson, Treasurer
18001 NW 55 Place
Alachua, FL 32615

Betsy Foster
1125 NW 36th Ave
Gainesville, FL 32609

Lauretta Byam
1125 NW 36th Ave
Gainesville, FL 32609

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 SEP - 9 PM 4:15

APPROVED
AND
FILED

ARTICLE XV
Registered Agent

Kimberley Alderson
18001 NW 55 Place
Alachua, FL 32615

ACCEPTANCE OF REGISTERED AGENT

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.




Kimberley Alderson

7/31/11

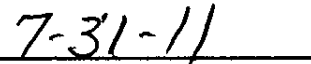
Date

ACCEPTANCE OF INCORPORATOR

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.



Gabrielle Byam



Date