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DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS
11 OCT 27 AM 8:49

PS 10/27/11

COVER LETTER

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

SUBJECT: Suwannee Spirit Kids Music Camp, 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: Robin Young - James Cornett
Name (Printed or typed)

3076 95th DR
Address

LIVE OAK, FL 32060
City, State & Zip

386/364-1683
Daytime Telephone number

JAMES.C@MUSICLIVESHERE.COM
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
SUWANNEE SPIRIT KIDS MUSIC CAMP, INC.
(A Florida Not-for-Profit Corporation)**

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ARTICLE I - NAME

**The name of the corporation shall be:
SUWANNEE SPIRIT KIDS MUSIC CAMP, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: c/o Cornett's Spirit of the Suwannee, Inc., 3076 95th Drive, Live Oak, Florida 32060.

ARTICLE III - PURPOSES

The Corporation 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)(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including but not limited to promoting childhood education and interest in music, musical instruments, and music history. In addition, the Corporation shall have and exercise all powers accorded corporations not for profit under the laws of Florida that are not in conflict with the Corporation's exempt purposes.

Provided however, notwithstanding any other provision of these Articles of Incorporation:

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the Corporate purposes set forth herein; and

(b) 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 publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office; and

(c) The Corporation shall not carry on any 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 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.

ARTICLE IV - DURATION AND DISPOSITION OF ASSETS UPON DISSOLUTION

The existence of the Corporation shall be perpetual. However, if the Corporation ceases to exist, upon the dissolution of the Corporation or the winding up of its affairs, 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 principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V - MANNER OF ELECTION & APPOINTMENT OF DIRECTORS AND TERMS OF OFFICE

The Corporation shall have a minimum of three (3) and a maximum of five (5) natural persons over the age of eighteen (18) as Directors. The term of each Director shall be perpetual unless such Director resigns, dies, is incapacitated, or is removed in accordance with Section 617.0808, Florida Statutes. Except as provided in Section 617.0808(1)(f), Florida Statutes, any vacancy occurring on the Board of Directors may be filled by the affirmative vote of the majority of the remaining

directors, even though the remaining directors constitute less than a quorum, or by the sole remaining director; or if the vacancy is not so filled or if no director remains, by application of any person by the circuit court where the registered office of the Corporation is located.

ARTICLE VI - DIRECTORS

The Corporation shall have a minimum of three (3) and a maximum of Seven (7) natural persons over the age of eighteen (18) as Directors. The duties of the Directors are as provided in the Bylaws. Unless otherwise provided for in these Articles of Incorporation, or the Bylaws, Directors' qualifications, obligations, standards of conduct, duties and powers are governed by Chapter 617, Florida Statutes.

The Initial Directors of the Corporation are:

**Mr. Charles A. Dame
7534 Zeigler Rd.
Lake Park, GA 31636**

**Mr. James Cornett
3076 95th Dr.
Live Oak, FL 32060**

**Mr. Mickey Abraham
2000 N. Meridian Rd Apt.190
Tallahassee Fla. 32303**

**Mr. William W. Broadfoot III
3355 Lenox Rd., Suite 750
Atlanta, GA 30326**

**Mr. Benjamin Owens
3952 Studstill Rd
Valdosta, GA 31601**

**Mr Mark Stewart
3534 Sandy Branch Ct.
Middleburg, FL 32068**

ARTICLE VII - OFFICERS

The officers of the Corporation shall include a president, a vice-president, a secretary and a treasurer. The same natural person may simultaneously hold more than one office in the Corporation. Each officer shall be a member of the Board of Directors. The duties of the officers shall be as provided in the Bylaws, or unless specifically prohibited by the Bylaws, as provided in Chapter 617, Florida Statutes.

ARTICLE VIII - INCORPORATORS

The name and address of the initial incorporator of the Corporation is Mr. Charles A. Dame, 7534 Zeigler Road, Lake Park, Georgia 31636.

ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial Registered Agent of the Corporation is:

Mr. James Cornett, 3076 95th Dr., Live Oak, FL 32060.

ARTICLE X - STOCK

The Corporation shall not issue any capital or other stock.

ARTICLE XI - MEMBERSHIP

Various types of membership in the Corporation shall be open to persons who pay any required dues and who subscribe to the purposes of the Corporation and agree to be bound by the Articles of Incorporation. The Bylaws may address qualification and benefits of various membership types, and any other provision for membership not inconsistent with these Articles of Incorporation.

Members are not entitled to vote for amendments of, or restatements to, the Articles of Incorporation. Members are not allowed to vote for the Board of Directors.

Each member of the Board of Directors is entitled to membership in the Corporation without cost.

ARTICLE XII - LIABILITY FOR DEBTS

Neither the members, directors nor officers of the Corporation shall be personally liable for the debts of the Corporation. All officers and directors of the corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees reasonably incurred in connection with any proceeding or settlement thereof in which they may be involved by reason of holding such position. The Corporation may purchase and maintain insurance on behalf of all directors or officers against any liability asserted against them, or incurred by them; in their capacity as directors or officers or arising out of their status as such.

ARTICLE XIII - EFFECTIVE DATE

These Articles of Incorporation shall become effective upon filing with the Florida Secretary of State's Office.

BY:


Mr. Charles A. Dame, Incorporator

DATE SIGNED:

8/12/2011

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named as 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.

Mr. James Cornett
3076 95th Dr.
Live Oak, FL 32060


Signature of Registered Agent

8/12/11
Dated