# N12000009871

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T. LEWIS

October 17, 2012

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: CHRYSALLIS ENSEMBLE INC.
DOCUMENT NUMBER: N12000009871

Dear Sir or Madame,

The enclosed Articles of Amendment and fee are submitted for filing. The Articles are rewritten in their entirety to conform to Florida not-for-profit as well as IRS 501(c)3 requirements.

Please return all correspondence concerning this matter to the following:

Gary C. Leegate

Chrysallis Ensemble Inc.

4240 116th Terrace North

Clearwater FL 33762

E-mail address: <u>leegate@basewest.com</u>

For further information concerning this matter, please call:

Gary C. Leegate at 727-573-2700

Enclosed is a check for \$52.50 made payable to the Florida Department of State covering the fees for Amendment, Certificate of Status, and Certified Copy.

Thank you.

Gary C. Leegate

President & Registered Agent



# FLORIDA DEPARTMENT OF STATE Division of Corporations

October 25, 2012

GARY C. LEEGATE CHRYSALLIS ENSEMBLE INC. 4240 116TH TERRACE NORTH CLEARWATER, FL 33762

SUBJECT: CHRYSALLIS ENSEMBLE INC.

Ref. Number: N12000009871

We have received your document for CHRYSALLIS ENSEMBLE INC. and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Articles of Incorporation was previously filed February 19, 2010. Please entitle your document Restated Articles of Incorporation.

Please return 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) 245-6050.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 012A00026263

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Articles of Amendment to Articles of Incorporation of Chrysallis Ensemble Inc. N12000009871 FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

Change the Articles of Incorporation in their entirety to read per the attached Articles signed and notarized on October 15, 2012. This change is necessary to meet IRS 501(c)3 requirements.

The amendments were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

Dated:

October 17, 2012

Gary C. Leegate

President and Registered Agent

# **Restated Articles of Incorporation**

# Chrysallis Ensemble Inc.

The undersigned, all citizens of the United States, desiring to form a Not for Profit Corporation under the applicable provisions of Section 617 of the Not For Profit Corporation Act of the State of Florida, do hereby certify:

# Article I

The name of the Corporation shall be the Chrysallis Ensemble Inc.

#### Article II

The principal office of the organization shall be

4240 116<sup>th</sup> Terrace North Clearwater, Florida 33762

# **Article III**

Said corporation is organized exclusively for 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 federal tax code, by advancing public awareness of and appreciation for seldom heard choral literature extending back to the earliest composers of the Renaissance and beyond and, by the performance of this literature at a high artistic level, to motivate, impassion, and inspire others to take up and continue the tradition of vocal performance of early and classical music into the future.

# Article IV

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 Article Third hereof. 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 V

The number of Directors, the method of their election, and their responsibilities shall be in accordance with the bylaws of the Corporation. The names and addresses of the persons who constitute the initial Board of Directors of the Corporation are listed below.

Gary C. Leegate at address 217 8th Avenue North, St. Petersburg FL 33701

Kate B. Munkittrick at address 2325 3rd Avenue North, St. Petersburg FL 33713

Marcia K. Baldwin at address 217 8th Avenue North, St. Petersburg FL 33701

Ana Bravo at address 4301 Walnut Street NE, St. Petersburg FL 33703

# Article VI

The Corporation is organized on a non-stock basis.

# **Article VII**

Upon the 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 said Court shall determine, which are organized and operated exclusively for such purposes.

# **Article VIII**

The name and address of the registered agent for the Corporation is:

Gary C. Leegate, at address 217 8th Avenue North, St. Petersburg FL 33701

By his/her signature below, the registered agent acknowledges understanding of the duties and responsibilities of the registered agent and accepts those duties and responsibilities.

Accepting as Registered Agent:

date 10/15/2012

Article VIII

The name and address of the incorporator is:

Gary C. Leegate at address 217 8th Avenue North, St. Petersburg FL 33701

In witness whereof, the undersigned incorporator has executed these articles of incorporation this

15th day of October 20

Signature of Incorporator:

State of Florida Country of Pinellas

LINDA A. HALE
MY COMMISSION # DD 647694
EXPIRES: March 6, 2015
Bonded Thru Notary Public Underweiters

Florida UWY Pinellas County Oct. 15th, 2012

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