

N12000011614

12 10 2
Division of Corporations

(F)

F 01

Page 1 of 1

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000291708 3)))



H120002917083ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : DIVITO & HIGHAM, P.A.
Account Number : 120080000086
Phone : (727) 321-1201
Fax Number : (727) 321-5181

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
Rebecca Penneys Friends of Piano, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	85
Estimated Charge	\$70.00

RECEIVED
12 DEC 13 AM 10:23
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

FILED
12 DEC 13 AM 10:08
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

12/14/12 12/12/2012

12/13/2012 10:23

850-617-6381

(FAX)

P.002/006

12/13/2012 9:19:46 AM PAGE 1/001 Fax Server



December 13, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

DIVITO & HIGHAM, P.A.

SUBJECT: REBECCA PENNEYS FRIENDS OF PIANO, INC.
REF: W12000061633

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

FAX Aud. #: H12000291708
Letter Number: 712A00029455

FILED
12 DEC 13 AM 10:08
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

12/13/2012 10:23

(FAX)

P.003/006

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H120002917083

12 DEC 13 AM 10:08

ARTICLES OF INCORPORATION

OF

REBECCA PENNEYS FRIENDS OF PIANO, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE 1: NAME

The name of this Corporation is REBECCA PENNEYS FRIENDS OF PIANO, INC. (the "Corporation").

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation is 7100 Sunset Way, Apt. # 808, St. Pete Beach, Pinellas County, Florida 33706.

ARTICLE 3: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 4: PURPOSE

This specific purpose(s) for which this Corporation is organized is:

A. This 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)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

B. The objective of the REBECCA PENNEYS FRIENDS OF PIANO, INC. shall be to (i) educate, mentor, and train pianists from around the world in solo piano, piano chamber music and piano ensemble; (ii) create a platform for pianists to give back to their communities by performing for their peers in public venues, and to promote and support classical music and the arts; (iii) encourage music curriculum and music wellness in schools and in the private sector; (iv) organize, develop and promote workshops, classes, seminars, curriculum, concerts and piano competitions to assist students, teachers and amateur musicians in honing their technical skills, music sensibilities and appreciation of music; (v) assist in financing academic educations and launching careers; and (vi) implant firmly in the students the ideals of hard work, commitment, and self-expression.

Prepared by:

Peter J. Vasti, Esq.

FBN: 0506311

DiVito & Higham, P.A.

4514 Central Avenue

St. Petersburg, Florida 33711

(727) 321-1201

H120002917083

H120002917083

ARTICLE 5: QUALIFICATIONS OF MEMBERS

The membership of this Corporation shall be as set forth in the by-laws.

ARTICLE 6: OFFICERS

The officers of this Corporation shall be a President, a Vice President, a Secretary and a Treasurer.

The names and titles of the initial officers are as follows:

<u>NAME</u>	<u>OFFICE</u>
Rebecca A. Penneys	President/Secretary
Raymond L. Gottlieb	Vice President/Treasurer

The officers shall be elected in the manner provided by the by-laws.

ARTICLE 7: BOARD OF DIRECTORS

The business affairs of this Corporation shall be managed by the Board of Directors. The number of directors may be increased from time to time, by the by-laws, but in no case shall exceed eleven (11) in number, nor less than three (3). The Board of Directors shall not be required to be members of this Corporation. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

ARTICLE 8: BYLAWS

The Board of Directors of this Corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose. The by-laws of the Corporation including amendments shall become effective upon approval by the Board of Directors of REBECCA PENNEYS FRIENDS OF PIANO, INC.

ARTICLE 9: AMENDMENT

The Articles of Incorporation may be amended or repealed as provided by the by-laws.

ARTICLE 10: POWERS

In order to promote the purposes of this Corporation, the Corporation may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the Corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE 11: NON-PROFIT STATUS

No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to

H120002917083

H120002917083

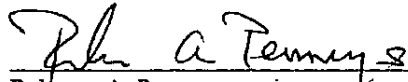
H120002917083
its members, trustees, officers, or other private persons, except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Four hereof. No substantial part of the activities of this Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 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.

ARTICLE 12: DISTRIBUTION OF ASSETS UPON DISSOLUTION

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 13: INITIAL REGISTERED OFFICE AND AGENT / INCORPORATOR

The street address of the initial registered office of this Corporation is 7100 Sunset Way, Apt. # 808, St. Pete Beach, Pinellas County, Florida 33706, and the name of the initial registered agent Rebecca A. Penneys. The address of the Incorporator is 7100 Sunset Way, Apt. #808, St. Pete Beach, FL 33706 and the name of the Incorporator is Rebecca A. Penneys. IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12 day of December, 2012.


Rebecca A. Penneys

Registered Agent / "Incorporator"

H120002917083

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 12 day of December, 2012


Rebecca A. Penneys, Registered Agent

FILED
SECRETARY OF STATE
12 DEC 13 AM 10:08
DIVISION OF CORPORATIONS

H120002917083