

N 12.0000 11839

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

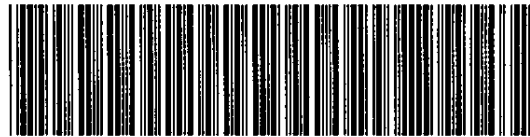
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6216
W12.000061132



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12/07/12--01017--023 **87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 DEC 20 AM 11:12

6216-

of 12/1/12

December 12, 2012

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

Re: Espresso, Inc.
Document Number: W12000061132

Enclosed are an original and two (2) copies of the amended Articles of Incorporation for Espresso Inc. We previously submitted a money order for \$87.50 for the filing fee, certified copy and certificate.

From: Christa Skinner
Address: 16 Knightsbridge Lane
Boynton Beach, FL 33426
Phone: 561-308-8976
Email: christaskinner@comcast.net

Thank You,



Christa Skinner

RECEIVED

12 DEC 17 AM 9:33

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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12 DEC 20 AM 11:12
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 10, 2012

CHRISTA SKINNER
16 KNIGHTSBRIDGE LANE
BOYNTON BEACH, FL 33426

SUBJECT: ESPRESSIVO, INC.
Ref. Number: W12000061132

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 DEC 20 AM 11:12

We have received your document for ESPRESSIVO, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 212A00029162

ARTICLES OF INCORPORATION

OF

**ESPRESSIVO, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION**

FILED
SECRETARY OF STATE
NOTES OF CORPORATIONS
12 DEC 20 AM 11:12

The undersigned incorporator signs and delivers these Articles of Incorporation in order to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

ESPRESSIVO, INC.

ARTICLE II. PRINCIPLE OFFICE AND MAILING ADDRESS

The address of the principle office and the mailing address of the Corporation is:

c/o John Weatherspoon
6173 Camp Lee Road
West Palm Beach, FL 33417

ARTICLE III. PURPOSES

A. This corporation is organized and shall operate exclusively for educational, cultural, charitable and scientific purposes. The primary purpose of the corporation is to engage in the performance of, and to promote means and opportunities for the education of the public with respect to, sacred and secular choral literature; and to solicit, collect, and otherwise raise money for those purposes, and to expend, contribute and disburse and dispose of that money for the above purposes. The purposes of the corporation shall however, be limited in all events to exempt purposes described in Section 501(c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code. Furthermore, this corporation may engage in only activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of exempt purposes. In furtherance of its exempt purposes the corporation may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist corporations, organizations and institutions carrying on exempt activities.

B. As a means and incidental to accomplishing the purposes for which this corporation is being operated, it shall have the following powers:

- (1) To solicit, accept, acquire, receive and hold by bequest, devise, grant, gift, purchase, exchange, lease transfer, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever nature or description and wherever situated; and
- (2) To sell, exchange, convey, mortgage, lease transfer of otherwise dispose of any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law; and
- (3) To borrow money but only as authorized by its Board of Directors, and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon assignment of, or agreement in regard to all or any part of the property, rights or privileged of the corporation, whenever situated; and
- (4) To invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift; and
- (5) To maintain a margin account and conduct business in the margin account in the same fashion in which an individual may conduct business, including but not limited to buying margin, selling short, buying and selling options, maintaining a special subscription account and dealing in commodities; and
- (6) In general, to exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by law.

C. Notwithstanding anything herein to the contrary, this corporation may exercise such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

D. No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any director or officer of the corporation or any other private individual, in such as fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c)(3) of the Internal

Revenue Code or the corresponding section of any future federal tax code. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

E. No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

F. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by law, exclusively to one or more organizations then described in Section 501(c)(3) or 509(a)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code, or to the federal, state or local government for exclusively public purposes.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE V. DIRECTORS

Directors of the Corporation shall be elected as provided in the Bylaws. All corporate powers shall be exercised by or under affairs of the corporation shall be the authority of, and the affairs of the corporation shall be managed under the direction of, the Directors of the Corporation. The Directors shall have the sole voting power.

ARTICLE VI. REGISTERED AGENT

The name and address of the registered agent of the corporation is:

Name

Address

Catherine Briggs

21943 Remsen Terrace, #204C
Boca Raton, FL 33433

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of the corporation is:

Name

Address

Christa Skinner

16 Knightsbridge Lane
Boynton Beach, FL 33426

Executed at West Palm Beach, Florida this 13th day of December, 2012

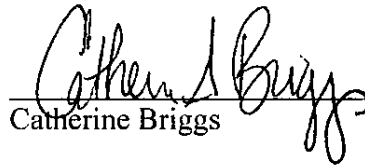
Incorporator:



Christa Skinner

ACCEPTANCE BY 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.



Catherine Briggs

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