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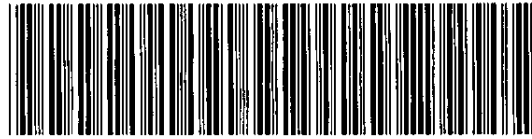
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*Amended &  
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07/25/14--01001--010 \*\*43.75

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14 JUL 24 PM 4:21  
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TALLAHASSEE, FLORIDA  
SECTION OF THE  
DIVISION OF REVENUE

*DR*  
*7/24/14*

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Journey to Dance

DOCUMENT NUMBER: N13000001025

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Denise McInnis

(Name of Contact Person)

Journey to Dance

(Firm/ Company)

2055 Thomasville Road #C-304

(Address)

Tallahassee, FL 32308

(City/ State and Zip Code)

info@journeytodance.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Denise McInnis

(Name of Contact Person)

at ( 850 ) 545-9835

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |  |   |  |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|--|--|---|--|

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

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

**AMENDED & RESTATED ARTICLES OF INCORPORATION  
OF  
JOURNEY TO DANCE, INC.**

ARTICLES  
AND  
FILED  
14 JUL 24 PM 4:21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Article I - Name**

The name of this corporation shall be Journey To Dance, Inc.

**Article II - Principal Office**

The principal place of business and mailing address of this corporation shall be 2055 Thomasville Road, #C-304, Tallahassee, FL 32308. The Board of Directors may from time to time move the principal office to any other address in Florida.

**Article III - Duration**

The term of existence of the corporation is perpetual.

**Article IV - Corporate Nature**

This is a non-profit corporation, organized solely for educational and charitable purposes pursuant to the Florida Corporations Not For Profit Act set forth in Chapter 617 of the Florida Statutes.

**Article V - Purposes**

The specific and primary purposes for which the corporation is organized are:

- a) To provide educational and charitable opportunities in ballet, contemporary dance and the performing arts, including, encouraging the study and increasing knowledge of ballet, contemporary dance, and the performing arts; facilitating the education and social development of ballet, contemporary dance, and the performing arts; and improving human relationships through increased participation in ballet, contemporary dance, and the performing arts.
- b) To promote recognition of the contributions that ballet, contemporary dance, and the performing arts apply to human society, and to sponsor and initiate activities and research related to these purposes.
- c) To receive by bequest, gift, devise, or in any other manner, money, assistance, and any other form of contribution whether of real, personal or mixed property, from any and every source, governmental as well as private, and particularly from any person, or firm or from any public or private corporation or association of whatsoever nature, to be used in the furtherance of the objects of this corporation.
- d) So long as consistent with the above-listed purposes, to carry out any and all powers conferred upon not-for-profit corporations by the Florida Statutes.

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- e) To operate exclusively and always in any other manner for such educational and charitable purposes as will qualify it as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

#### **Article VI - Members**

The corporation shall not have members.

#### **Article VII - Earnings and Activities of Corporation**

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- a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, 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 V hereof.
  - 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 publishing or distribution of statements) any political campaign on behalf of or in opposition of any candidate for public office.
  - c) 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 provision of any future United States Internal Revenue Code) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Code).
  - d) 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 VIII - Debt Obligations**

No member, officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

#### **Article IX - Dissolution/Distribution of Assets**

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Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational,

religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Code), as the Board of Directors shall determine or to the federal, 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 in the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### **Article X - Incorporator**

The name and street address of the Incorporator is:

Denise McInnis  
2055 Thomasville Road, #C-304  
Tallahassee, FL 32308

#### **Article XI - Register Agent**

The name and address of the registered agent shall be Denise McInnis, 2055 Thomasville Road, #C-304 Tallahassee, FL 32308.

#### **Article XII - Bylaws**

The Bylaws of the corporation shall be adopted or amended by the membership at any regular or special meeting in the manner provided for in the Bylaws, provided that the Bylaws and amendments thereto shall not conflict with the provisions of these Articles of Incorporation.

#### **Article XIII - Amendment of Articles**

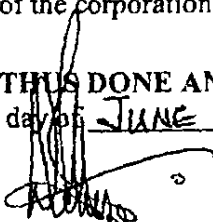
Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of Directors for their vote.

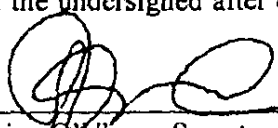
#### **Article XIV - Indemnification**

- a) The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the corporation or its subsidiaries. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt of the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.
- b) The corporation by action of its Board of Directors, in its sole direction, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person

is or was an employee or agent of the corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation or its subsidiaries. The corporation by action of its Board of Directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the Board of Directors, the authority granted to the Board of Directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the corporation relating thereto.

11<sup>TH</sup> **THIS DONE AND PASSED** before me, in Tallahassee, Florida, Leon County on this day of JUNE, 2014, in the presence of the undersigned after due reading of the whole.

  
Denise McInnis, Executive Director

  
Sakina O'Uhuru, Secretary

**A RESOLUTION OF THE BOARD OF DIRECTORS OF  
JOURNEY TO DANCE, INC., ADOPTED AT A MEETING  
OF THE BOARD HELD ON JUNE 11, 2014**

**WHEREAS**, the Board of Directors of JOURNEY TO DANCE, INC., a Florida not-for-profit corporation (the "Corporation"), has determined it is advisable and in the best interest of the Corporation to achieve its charitable purposes by amending its Articles of Incorporation; and

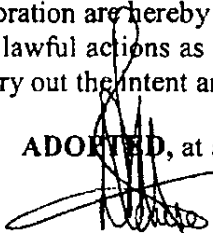
**WHEREAS**, the Board of Directors has determined it is advisable and in the best interest of the Corporation to achieve its charitable purposes by adopting Bylaws; now, therefore, be it


**RESOLVED**, that the amendment and restatement of the Corporation's Articles of Incorporation in accordance with the form of Amended and Restated Articles of Incorporation presented to the Board of Directors are hereby approved and adopted, to be effective immediately, and the Board and/or President/Executive Director of the Corporation, is hereby authorized and directed to execute the Amended and Restated Articles of Incorporation and to file the same with the Florida Secretary of State; and

**FURTHER RESOLVED**, that the Bylaws presented to the Board of Directors are hereby approved and adopted, to be effective immediately; and

**FURTHER RESOLVED**, that the Board, and/or officers and representatives of the Corporation are hereby authorized and directed to execute such other documents and to take such other lawful actions as they consider necessary, advisable, or appropriate to effect and otherwise to carry out the intent and purposes of the foregoing resolutions.

**ADOPTED**, at a regular meeting this 11<sup>th</sup> day of JUNE, 2014.

  
\_\_\_\_\_  
Denise McInnis  
President/Executive Director

  
\_\_\_\_\_  
Sakina O'Uhuru  
Secretary