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FILED

14 APR 21 PM 12:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W14000022256

4/22/14

COVER LETTER

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

SUBJECT: VOICE TARU ART FOUNDATION, 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: NORMAN MOSS
Name (Printed or typed)

2520 TAHOE CIR
Address

WINTER PARK, FL 32792
City, State & Zip

407-274-3547
Daytime Telephone number

FIRST SANDERS @ 6 MAIL . COM
E-mail address: (to be used for future annual report notification)

FILED
14 APR 21 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



RECEIVED

14 APR 21 PM 2:13

FLORIDA DEPARTMENT OF STATE
Division of Corporations
TALLAHASSEE, FLORIDA

April 8, 2014

NORMAN MOSS
2520 TAHOE CIR
WINTER PARK, FL 32792

SUBJECT: VOICE THRU ART FOUNDATION, INC.
Ref. Number: W14000022256

We have received your document for VOICE THRU ART FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation.

One or more major words may be added to make the name distinguishable. **Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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: 514A00007475

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14 APR 21 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Norman S. Moss
2520 Tahoe Cir
Winter Park, Florida 32792

April 15, 2014

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

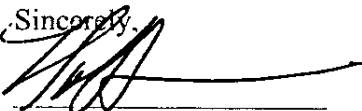
Attn: Claretha Golden,
Regulatory Specialist II

Re: Voice Thru Arts Foundation, Inc.
Ref No. W14000022256

Gentlemen:

I received the above-referenced document which I had previously filed with the Division of Corporations, along with a letter signed by you, both of which I am returning to you with the following explanation. I do this after speaking with you co-worker Jessica at approximately 3 PM yesterday afternoon which shortly after receiving your letter and the returned Articles of Incorporation. After explaining to Jessica that myself, David McLeish and Brian Applegate were among the directors in the previously dissolved corporation and that we are also the three incorporators of this new filing, she indicated that as long as we had no intention of reinstating the old corporation and would put that in writing, that would be sufficient to permit you as the Division of Corporations representative authorize this new filing. With that in mind, please let it be known, that we have no intention to reactivate the company that was administratively dissolved this past September.

Sincerely,



Norman S. Moss, JD, retired

Enclosures: Articles of Incorporation; a letter dated April 8, 2014

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14 APR 21 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VOICE THRU ART FOUNDATION, INC.

The undersigned, acting as incorporator of Voice Thru Art foundation, Inc., (the "Corporation") under the Florida Not For Profit Corporation Act, submits the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is: VOICE THRU ART FOUNDATION, INC.

ARTICLE II ADDRESS

The street address of the initial principal office and the mailing address of the corporation are 1595 Sunflower Court, Winter park, FL 32792.

ARTICLE III DURATION AND COMMENCEMENT

The corporation shall exist perpetually, commencing on the date these Articles of Incorporation are executed, unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation.

ARTICLE IV PURPOSE

The Corporation is organized as a corporation not-for-profit and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), or the corresponding provisions of any future United States Internal Revenue Law. The Corporation has been created for the purpose of art education and facilitating the production and presentation of works of art that give voice to various points of view, a recognized charitable purpose pursuant to Section 501(c)(3) of the Internal Revenue Code. In furtherance of this purpose, the organization will raise funds to provide for art education programs and provide funding for the

creation and installation of works of art created through the Voice Thru Art Foundation's art education programs.

ARTICLE V LIMITATIONS ON CORPORATE POWERS

- (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable 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 this Article. All the net earnings and assets of the Corporation shall be expended for the purposes stated in Section 501(c)(3) of the Code.
- (b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.
- ©) Notwithstanding any other provision of these Articles of Incorporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501©)(3) of the Code, or corresponding section of any future United States Internal Revenue Law, (ii) by a corporation , contributions to which are deductible under Section 170(c)(2) of the Code, or corresponding section of any future United States Internal Revenue Law, or (iii) by a corporation organized under the Florida Not For Profit Act.
- (d) Should the corporation at any time be considered a "private foundation" under Section 509(a) of the Code, the following limitations will apply:
 - (i) The Corporation will distribute its income for each tax year at the same time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any later federal tax laws.
 - (ii) The Corporation shall not engage in any act of self-dealing as defined in Section 4942(d) of the Code, or corresponding provisions of any later federal tax laws.
 - (iii) The Corporation shall not retain any excess business holdings as defined in Section 4943©) of the Code, or corresponding provisions of any later federal tax laws.

- (iv) The Corporation shall not make any investments in a manner that would subject it to a tax under Section 4944 of the Code, or corresponding provisions of any later federal tax laws.
- (v) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any later federal tax laws.

ARTICLE VI MEMBERS

The Corporation shall not have members.

ARTICLE VII INITIAL BOARD OF DIRECTORS

All corporate powers shall be executed by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors. The Corporation shall not have less than three (3) directors initially. The number of directors may either be increased or decreased from time to time, as provided by the bylaws, but will never be less than three(3). The following are the names of the initial Board of Directors:

1. David McLeish
2. Brian Applegate
3. Norman Moss

ARTICLE VIII INITIAL REGISTERED OFFICE AND AGENT

The Corporation designates 1595 Sunflower Court, Winter Park, FL 32792 as the street address of the initial registered office of the Corporation and names Norman Moss, as the Corporation's initial registered agent at that address to accept service of process within the state.

ARTICLE IX DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed to one or more organizations that themselves are exempt from federal income taxation as organizations described within the meaning of Section 501(c)(3) of the Code, or corresponding section of any future United States Internal Revenue Law, or shall be distributed to the federal government, or a state or local government, for a public purpose. Any such assets not so disposed of shall be deposited by the Circuit Court for 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. Nor part of the assets or net earnings of the Corporation may be distributed or inure to the benefit of any individual.

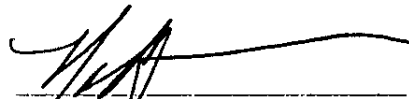
ARTICLE X INDEMNIFICATION

- (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 by the Corporation of (1) a written statement requesting such advance, (2) evidence of expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advance 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 discretion, 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 expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advance 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.

ARTICLE XI INCORPORATOR

The Corporation's incorporator is Norman Moss. The incorporator's street address is 1595 Sunflower Court, Winter Park, FL 32792.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation of this the 1st day of April, 2014.


Norman Moss

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the Florida Not For Profit Corporation Act, and acknowledges that it is familiar with, and accepts the obligations of such position.

Dated this 1st day of April, 2014


Norman Moss

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14 APR 21 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA