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Stephanie Riner
524 Porta Rosa Circle
St. Augustine, FL 32**9**92
FirefallReVisions@gmail.com
January 26, 2015

Division of Corporations Corporate Records Bureau P. O. Box 6327 Tallahassee, Florida 32314

Re:

Articles of Incorporation

Firefall ReVisions Incorporated

Dear Sir/Madam:

I enclose herewith the original and one (1) copy of the Articles of Incorporation of the above-named newly formed, non-profit corporation.

You will note that Article VIII of the Articles of Incorporation sets out the name and address of the Registered Agent of the Corporation.

Also, enclosed is my check payable to the Secretary of State in the amount of \$78.85 to cover the charges for filing the Articles and for a certified copy.

Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

Stephanie Riner

## ARTICLES OF INCORPORATION for Firefall ReVisions, Inc.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a non-profit corporation under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

## ARTICLE I Corporate Name and Principal Office

The name of the Corporation shall be: Firefall ReVisons, Inc. and the mailing and street address of the Corporation's principle office shall be located at: 524 Porta Rosa Circle, St. Augustine, Florida 32092.

## ARTICLE II Nature of Business

The Corporation is organized for any lawful purpose or purposes authorized by the non-profit corporation laws of the State of Florida Including without limitation providing and promoting: (i) creation, performing and presentation of artistic productions, (ii) a professional company of artists, (iii) the arts to diverse audiences, increasing accessibility to various forms of art, and (iv) advance and promote the general welfare and interests of the community through quality, educational presentations.

Said 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 501c (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

In furtherance of such purposes, the Corporation shall have and may exercise any and all powers, rights and privileges which a corporation organized under the non-profit corporation laws of the State of Florida, by law may now or hereafter have or exercise. The Corporation will not engage in prohibited political or legislative activity listed in 501c (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## Article III Terms of Existence

The Corporation shall exist perpetually.

Article IV Incorporator(s)

NAME

Stephanie Riner

ADDRESS

524 Porta Rosa Circle St. Augustine, Florida 32092 15 FEB -3 AM IZ: L9
SEGRETARY OF STATE

#### Article V Board of Directors

The powers of the Corporation shall be exercised, its assets controlled and its affairs managed by a Board of Directors. The number of Directors and the manner of their election or appointment shall be as stated in the By-Laws.

## ARTICLE VI No Financial Benefit to Members

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 Article II hereof.

## Article VII Dissolution

Upon the dissolution or winding up of the affairs of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed in the sole discretion of the Board of Directors to one or more not-for-profit funds, foundations, trusts, corporations or other organizations to be devoted to similar purposes.

## Article VIII Registered Agent

The name of the registered agent is NRAI Services and the address of the Corporation's registered office at this time is 1200 South Pine Island Rd. Plantation, FL 33324.

#### Article IX Indemnification

Every director and officer of the Corporation and every member of the Corporation serving the Corporation at its request shall be indemnified by the Corporation for all expenses and liabilities, including attorneys' fees and appellate attorneys' fees reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party, or in which he or she may become involved by reason of his or her being or having been a director or officer of the Corporation, or by reason of his or her serving or having served the Corporation at its request, whether or not he or she is a director or officer or is serving at the time the expenses or liabilities were incurred, that in the event of a settlement before entry of judgment, and also when the person concerned is adjudged guilty of gross negligence or willful misconduct, indemnification shall apply only when the Board of Directors approves the settlement and/or reimbursement as being in the interest of the Corporation. The foregoing right of indemnification shall be in addition to and not in lieu of any and all other rights to which that person may be entitled.

I submit this document and affirm that the facts stated herein are true. Lam aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

incorporator

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.

Mendy Rea

Vice President & Assistant Sacreta

**Date** 

Registered Agent