

N15000009894

(Requestor's Name)

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(Address)

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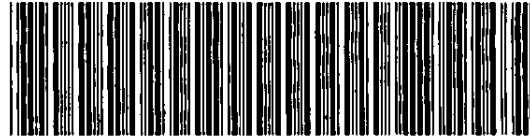
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APR 28 2016
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COVER LETTER

TO: Amendment Section
Division of Corporations

THE SPACE AT 2106

NAME OF CORPORATION: _____

N15000009894

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

ERICA SUTHERLIN

(Name of Contact Person)

THE SPACE AT 2106

(Firm/ Company)

11601 4TH STREET NORTH APT 911

(Address)

ST PETERSBURG, FL 33716

(City/ State and Zip Code)

erica@2106main.com

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

For further information concerning this matter, please call:

ERICA SUTHERLIN

818

850-9350

at _____

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

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

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
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

Articles of Amendment
to
Articles of Incorporation
of

THE SPACE AT 2106

(Name of Corporation as currently filed with the Florida Dept. of State)

N15000009894

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new

name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc."
"Company" or "Co." may not be used in the name.

N/A

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: N/A

New Registered Office Address: _____
(Florida street address)

N/A _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u> </u> Change <u>X</u> <u> </u> Add <u> </u> Remove	<u>PTD</u>	<u>ERICA SUTHERLIN</u>	<u>11601 4TH STREET NORTH</u> <u>APT 911</u> <u>ST. PETERSBURG, FL 33716</u>
2) <u> </u> Change <u> </u> Add <u> </u> Remove	<u>PSD</u>	<u>MICHAEL JARED O'ROARK</u>	<u>2117 WEST SPRUCE</u> <u>TAMPA, FL 33607</u>
3) <u> </u> Change <u> </u> Add <u> </u> Remove	<u>D</u>	<u>ROBERT MORRIS</u>	<u>14123 STILTON STREET</u> <u>TAMPA, FL 33626</u>
4) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
5) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
6) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>

AMENDED ARTICLES ATTACHED

Page 3 of 4

The Space at 2106, Inc.
Articles of Incorporation
(Amended)

Article I - Name

1.01 Name

The name of the corporation shall be The Space at 2106, Inc.

Articles II - Duration

2.01 Duration

The duration of the corporation is perpetual.

Article III - Corporate Addresses

Principal Street Address

The Space at 2106, Inc.
2106 West Main Street
Tampa, FL 33607

Mailing Address

The Space at 2106, Inc.
2106 West Main Street
Tampa, FL 33607

Article IV - Purpose

4.01 Purpose

The Space at 2106, Inc. is a non-profit corporation and shall operate exclusively for arts, education and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. The Space at 2106, Inc.'s purpose is to be an art's cultural force; advocating for a diverse artistic voice in genre, medium and artist. Our focus is to probe published and developing works that explore cultural, social and intellectual identity; to educate the public through live performance, be it theatre, music, visual and/or performance art; to celebrate the advancement of social and cultural change and continue to create works that combat social injustice, inequalities and community deterioration through the use of art by fostering community conversation and action through public performances, workshops and community outreach events.

4.02 Public Benefit

The Space at 2106, Inc. is designated as a public benefit corporation

Article V - Non-Profit Nature

5.01 Non-Profit Nature

The Space at 2106, Inc. is organized exclusively for arts, charitable and educational purposes including, for such purposes, the making of distributions that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code. No part of the net earnings of The Space at 2106, Inc. shall inure to the benefit of, or be distributable to its members, trustees, 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 the purpose clause hereof.

The Space at 2106, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its arts, educational and charitable purposes. No part of the directors, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

5.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of The Space at 2106, Inc of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

5.03 Dissolution

In the event of dissolution, the physical venue location of The Space at 2106 is the property of Robert Morris Holdings, LLC and is not a physical assets of The Space at 2106, as such, in the event of dissolution of the organization, management, operating decisions, expenses, debts, and any other responsibilities regarding the physical building will revert back to Robert Morris holdings, LLC. The residual assets of the corporation will be turned over to one more organizations which themselves are exempt as organizations described in sections 501(c)(3) or corresponding section of any future federal tax code, or to the Federal, State or local government for exclusive public purpose.

5.04 Prohibited Distributions

No part of the net earnings, properties of the directors of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 IV, Section 4.01.

5.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

5.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from Federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or (2) 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 VI - Board of Directors

6.01 Governance

The Space at 2106, Inc. shall be governed by an elected board of directors.

6.02 Initial Directors

The initial directors of the corporation shall be:

Erica C. Sutherlin
Co-Artistic Producer, Managing Director
11601 4th Street North
Apt. 911
St. Petersburg, FL 33716

Jared O'roark
Co-Artistic Producer, Marketing/Public Relation Director
2117 West Spruce
Tampa, FL 33607

Robert Morris
Director of Strategic Planning
14123 Stilton Street
Tampa, FL 33626

6.03 New Directors

At the discretion of the board of directors, new directors will be appointed by a majority vote, following an interview and application process.

Article VII - Membership

7.01 Membership

The Space at 2016, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as outlined in the corporation's bylaws.

Article VIII - Amendments

8.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of majority vote of directors.

Article IX - Registered Agent

8.01 Registered Agent

The Registered Agent of the corporation shall be:
Jared O'roark
2117 West Spruce
Tampa, FL 33607

Article X - Incorporator

9.01 Incorporator

The Incorporator of The Space at 2106, Inc. shall be:
Erica C. Sutherlin
11601 4th Street North
Apt. 911

St. Petersburg, FL 33716

Article XI - Effective Amended Date

The date these Article of Incorporation go into effect shall be April 25, 2016

APRIL 20, 2016

The date of each amendment(s) adoption: _____, if other than the date this document was signed.


Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated APRIL 20, 2016

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

ERICA SUTHERLIN

(Typed or printed name of person signing)

PRESIDENT/INCORPORATOR

(Title of person signing)