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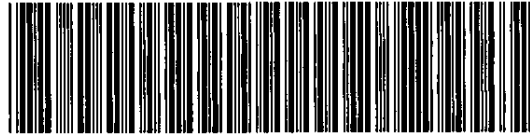
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12/08/15

Topp Phlyte Executive Step & Performing Arts Alliance, Inc.  
1247 NW 95TH ST  
MIAMI FL 33147

TEL: 786-317-4360

FAX:

Date: 11/12/15

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314  
(850) 487-6052

RE: ARTICLES OF INCORPORATION OF Topp Phlyte Executive Step & Performing Arts Alliance, Inc.

Dear Sirs/Madam:

Pursuant to the provisions of the "Florida Not For Profit Corporation Act" Chapter 617, Florida statutes, please find enclosed two (2) originals of the Articles of Incorporation of Topp Phlyte Executive Step & Performing Arts Alliance, Inc., a Not For Profit corporation, for filing purposes.

Also enclosed is a check for \$ 70.00 to cover filing fees.

Please send a file stamped copy of the Articles of Incorporation to

Topp Phlyte Executive Step & Performing Arts Alliance, Inc.  
April Bell  
1247 NW 95TH ST  
MIAMI FL 33147

Thank you for your prompt attention.

**PLEASE ATTACH \$70.00 CHECK HERE**

Respectfully,



April Bell

**ARTICLES OF INCORPORATION  
OF  
Topp Phlyte Executive Step & Performing Arts Alliance, Inc.**

***A NON-PROFIT CORPORATION***

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation shall be:

**Topp Phlyte Executive Step & Performing Arts Alliance, Inc.**

**ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of this corporation is 1247 NW 95TH ST, MIAMI FL 33147 , and the mailing address is the same.

**ARTICLE III - PURPOSE OF THE CORPORATION**

Said organization is organized exclusively for charitable, religious, educational, and specific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific Purpose(s) are:

The organization is committed to leadership and creative collaboration in both dance performance and dance education. The Company aspires to advance the performing arts by offering the public visionary choreography and strongly executed performances, nationally and internationally, and by fostering an intelligent appreciation of dance as an art form. We are dedicated to providing an array of educational opportunities for pre-professional, aspiring students including those in at-risk communities and schools.

The overall goal is to operate a FUN, engaging program while fostering the physical and emotional well-being of our participants. We promote development of character and self-esteem, celebrate diversity, and nurture a love for step and dance. Unparalleled passion and allegiance is what lies within as well as the drive to thrive not only as artist but as productive members of society.

**ARTICLE IV - DIRECTORS**

The number of initial directors of this corporation is 6. Their names and address are as follows:

April Bell  
1247 NW 95TH ST  
MIAMI FL 33147

Marie Petitcar  
13290 NE Miami Ct  
North Miami FL 33161

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Marsha James  
1000 NW 75TH ST  
MIAMI FL 33147

Sheila Fashaw-Corley  
19050 NW 57TH AVE APT 103  
MAIMI FL 33015

Donnie Stephens  
10730 Masters Drive  
Clermont FL 34711

Darryn Ferguson  
18843 NE Miami Ave  
MIAMI FL 33179

#### **ARTICLE V - MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is stated in the by-laws

#### **ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the registered agent of this corporation are:

April Bell  
1247 NW 95TH ST  
MIAMI FL 33147

#### **ARTICLE VII - INCORPORATOR**

The name(s) and address(es) of the incorporator(s) of this corporation is (are):

April Bell  
1247 NW 95TH ST  
MIAMI FL 33147

#### **ARTICLE VIII - TERM OF EXISTENCE**

The period of duration of this corporation is perpetual.

#### **ARTICLE IX - MEMBERSHIP**

The corporation shall have members.

## **ARTICLE X - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

## **ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors- proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## **ARTICLE XII - Dissolution**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the country in which the principal office of the organization 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 or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XIII - LIMITATIONS ON ACTIVITIES**

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

## **ARTICLE XIV - PROHIBITION AGAINST PRIVATE INUREMENT**

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

## **ARTICLE XV - COMPENSATION RESTRICTION**

Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowances) paid to or provided our employees, directors, or officers will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

## ARTICLE XVI - PRIVATE FOUNDATION REQUIREMENTS AND RESTRICTIONS

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 11/12/15

  
\_\_\_\_\_  
April Bell, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 11/12/15

  
\_\_\_\_\_  
April Bell, Registered Agent

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