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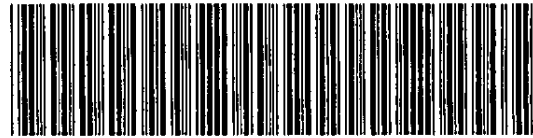
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

17 APR 25 PM 4:29

FILED

T. BURCH
APR 24 2017

COVER LETTER

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

SUBJECT: PASARDA, 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: David Parker

Name (Printed or typed)

810 Eglin Parkway, NE, Unit 11

Address

Fort Walton Beach, Fl 32547

City, State & Zip

850-974-3199

Daytime Telephone number

pasardahall@gmail.com

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

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 12, 2017

DAVID PARKER
810 EGLIN PKWY NE UNIT 11
FORT WALTON BEACH, FL 32547

SUBJECT: PASARDA, INC.
Ref. Number: W17000031830

We have received your document for PASARDA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please remove from page 2 the term Public Benefit Corporation, that may only be used in a true Profit Benefit Corporation.(3.02),

Please return 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.

Tim Burch
Regulatory Specialist III

Letter Number: 817A00007107

RECEIVED
17 APR 25 PM 2:13
DIVISION OF CORPORATIONS
STATE OF FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I

NAME

1.01 Name

The name of this corporation shall be **PASARDA, Inc.**

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

PASARDA, Inc. is a non-profit corporation and shall operate exclusively for educational 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. **PASARDA, Inc.**'s purpose is to support dance education by providing an affordable, safe, and comfortable place for the community to dance. We encourage our local community to learn and practice new dance skills and dance forms. We host special dances which attract instructors and dancers from outside our local area. The corporation provides social media outlets and a corporate website which present information about the specific genres of dance being taught through **PASARDA, Inc.**

Our programs include sending out dancers and instructors to local organizations and events to raise social awareness about dance and the mental and physical health benefits dance can provide. In addition, we hold annual fundraising events to provide funds to other local charitable organizations.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c)(3) section of the Internal Revenue code and are operated exclusively for educational and charitable purposes.

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17 APR 25 PM 4:29
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-Profit Nature

PASARDA, Inc. is organized exclusively for charitable and educational 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. No part of the net earnings of **PASARDA, 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.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

PASARDA, 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 educational and charitable purposes. No part of the assets, 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.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of **PASARDA, 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.

4.03 Dissolution

Upon termination or dissolution of **PASARDA, Inc.**, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of **PASARDA, Inc.** hereunder shall be selected by the discretion of a majority of the managing body of **PASARDA, Inc.** and if its members cannot so

agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against **PASARDA, Inc.** by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court, upon a finding that this section is applicable, shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings, or properties 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 III, Section 3.01.

4.05 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.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) 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 (II) 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 V

BOARD OF DIRECTORS

5.01 Governance

PASARDA, Inc. shall be governed by its board of directors.

5.02 Manner of Election or Appointment

The manner in which **PASARDA, Inc.** shall elect its board of directors is as stated in the bylaws.

5.03 Initial Directors

The initial directors of the corporation shall be:

President: David E. Parker
810 Eglin Pkwy, NE, Unit 11
Fort Walton Beach, FL 32547, USA

Vice President: Terrence L. & Jacqueline V. Kramer
1198 Cathridge Trace
Fort Walton Beach, FL 32547, USA

Secretary/Treasurer: Ann Merriwether
319 Echo Circle
Fort Walton Beach, FL 32548, USA

ARTICLE VI

MEMBERSHIP

6.01 Membership

PASARDA, Inc. shall be a closed membership organization limited to the number of members as may be, from time to time, established by the corporation's bylaws. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII

AMENDMENTS

7.01 Amendments

Any amendments to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is:

**PASARDA, Inc.
17 Industrial Street, NW
Fort Walton Beach, FL 32548**

The mailing address of the corporation is:

**PASARDA, Inc.
17 Industrial Street, NW
Fort Walton Beach, FL 32548**

ARTICLE IX

APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

**David E. Parker
810 Eglin Parkway, NE, Unit 11
Fort Walton Beach, FL 32547**

ARTICLE X

INCORPORATOR

10.01 Incorporator

The incorporator of the corporation is as follows:

**David E. Parker
810 Eglin Parkway, NE, Unit 11
Fort Walton Beach, FL 32547**

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of **PASARDA, Inc.** were approved by the board of directors on April 6, 2017 and constitute a complete copy of Articles of Incorporation of **PASARDA, Inc.**

David Parker
810 Eglin Pkwy, NE, #11
Fort Walton Beach, FL 32547

PASARDA, Inc.
EIN 82-0987594

President: David E. Parker
810 Eglin Pkwy, NE, Unit 11
Fort Walton Beach, FL 32547, USA

Signed: David E. Parker

Vice President: Terrence L. & Jacqueline V. Kramer
1198 Cathridge Trace
Fort Walton Beach, FL 32547, USA

Signed: Terrence L. Kramer Jacqueline V. Kramer

Secretary/Treasurer: Ann Merriwether
319 Echo Circle
Fort Walton Beach, FL 32548, USA

Signed: [Signature]

FILED
17 APR 25 PM 4:29
FORT WALTON BEACH
ALL AMESSE, FLORIDA

ACKNOWLEDGMENT OF CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, **David Parker**, agree to be the registered agent for **PASARDA, Inc.** as appointed herein.

Registered Agent Signature: David E. Parker

Date: 4-6-2017