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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PHOENIX TEARS PRODUCTIONS, INC

DOCUMENT NUMBER:

The enclosed *Amended and Restates Articles of Incorporation* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MALLORY VANCE
2328 TURPIN DRIVE
ORLANDO, FL. US 32837

MALLORY@PHOENIXTEARSPRODUCTIONS.COM

For further information concerning this matter, please call:

MALLORY VANCE at 319-750-7779

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

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

Mailing Address

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

PHOENIX TEARS PRODUCTIONS, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation,
hereby adopts the following Articles of Incorporation:

ARTICLE I — NAME

The name of the non-profit corporation is PHOENIX TEARS PRODUCTIONS, INC.

ARTICLE II — ADDRESSES OF THE CORPORATION

The principal place of business address:

2328 TURPIN DRIVE
ORLANDO, FL. US 32837

The mailing address of the Corporation is:

2328 TURPIN DRIVE
ORLANDO, FL. US 32837

ARTICLE III — PURPOSE

PHOENIX TEARS PRODUCTIONS, INC. is a non-profit corporation and is organized exclusively for educational and charitable purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 the corresponding section of any future federal tax code. The specific purposes of the Corporation are to promote new ideas in performance arts through innovative accessible theatrical performances, provide new voices a platform to express their creativity, and encourage personal artistic growth by providing opportunities for individuals to explore their interest in theater.

The Corporation shall not be conducted or operated for profit and no part of the net earnings of the Corporation shall inure to the benefit of any individual, nor shall any of the profits or assets

of the Corporation be used other than for the purposes of the Corporation.

ARTICLE IV — EXEMPTION REQUIREMENTS

At all times the following shall operate as conditions restricting the operations and activities of PHOENIX TEARS PRODUCTIONS, INC.:

1. No part of the net earnings of the Corporation 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 Article Third hereof.

2. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the 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.

3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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 — DURATION AND DISSOLUTION

The period of duration of PHOENIX TEARS PRODUCTIONS, INC. is perpetual.

In the event of liquidation, dissolution, or winding up of PHOENIX TEARS PRODUCTIONS, INC., whether voluntary, involuntary, or by the operation of law, the property or other assets of the Corporation remaining after the payment, satisfaction, and discharge of liabilities or obligations, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of 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.

ARTICLE VI — BOARD OF DIRECTORS

PHOENIX TEARS PRODUCTIONS, INC. shall be governed by its board of directors. The manner in which directors are elected or appointed is as provided for in the bylaws.

The initial officer(s) and/or director(s) of the corporation is/are:

Title: ED
MALLORY VANCE
2328 TURPIN DRIVE
ORLANDO, FL. 32837 US

Title: AD
MEGAN MARKHAM
2328 TURPIN DRIVE
ORLANDO, FL. 32837 US

Title: TD
AMANDA SIMMONS
2328 TURPIN DRIVE
ORLANDO, FL. 32837 US

Title: PM
MARY HOSFORD
545 STONEWALL AVE
HAINES CITY, FL 33844

ARTICLE VII — MEMBERSHIP

PHOENIX TEARS PRODUCTIONS, INC. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined by the Corporation's bylaws.

ARTICLE VII — AMENDMENTS

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

ARTICLE VIII — APPOINTMENT OF REGISTERED AGENT

The name and Florida street address of the registered agent is:

MALLORY K VANCE
2328 TURPIN DRIVE
ORLANDO, FL. US 32837

ARTICLE IX — INCORPORATOR

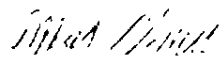
The name and address of the incorporator is:

MALLORY VANCE
2328 TURPIN DRIVE
ORLANDO, FL 32837

Adoption of Amended and Restated Articles of Incorporation:

There are no members. The Amended and Restated Articles of Incorporation were adopted by the board of directors.

Dated: August 3rd, 2021

Signature: 
/ Mallory Vance
Incorporator