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COVER LETTER

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

21 AUG 19 2:39

SUBJECT: Flagler County Cultural Council, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

NOT - FOR PROFIT

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: Richard J.M. Hamilton

Name (Printed or typed)

120 Airport Road, Suite 3

Address

Palm Coast, FL 32164

City, State & Zip

386-290-9096

Daytime Telephone number

SIGNATURES ON
PAGE 3 OF
ARTICLES
ATTACHED

board@flaglerculture.org

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

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

original + 2 copies attached

2021 AUG 16 PM 2:40

ARTICLES OF INCORPORATION FOR FLAGLER COUNTY CULTURAL COUNCIL, INC.

(A Corporation not for profit)

We, a majority of whom are citizens of the United States, desiring to form a Non-Profit corporation for charitable and educational purposes under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I - Corporate Name

The name of the Corporation shall be **Flagler County Cultural Council, Inc.**

ARTICLE II - Principal Place of Business and Mailing Address

The principal place of business of the Corporation shall be located at 120 Airport Road, Suite 3, Palm Coast, Florida 32164. The mailing address for the Corporation will be Flagler County Cultural Council, Inc., 120 Airport Road, Suite 3, Palm Coast, Florida 32164.

ARTICLE III - Purpose

The specific purposes for which this corporation is organized are:

To support the arts, history and cultural heritage in Flagler County; to build unity amongst member organizations; to engage in advocacy and education in support of the arts and humanities; to seek and provide resources to enrich the lives of its residents and visitors

To be organized and operate exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions that qualify as exempt under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - Election of Directors

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Board of Directors shall be elected as set forth in the By-Laws of the Corporation.

The maximum number of directors of this Corporation shall be Eleven (-11-), provided however, that such a number may be changed by a majority vote of the Board of Directors present and entitled to vote at a meeting, and further provided that there shall be no less than Five (-5-) directors.

ARTICLE V – Initial Directors and Officers

The initial Directors and Officers of the Corporation are as follows.

Richard J.M. Hamilton	Chair	120 Airport Road, Suite 3, Palm Coast, FL 32164
Ed Siarkowicz	Secretary	120 Airport Road, Suite 3, Palm Coast, FL 32164
Sandra Siepietoski	Treasurer	120 Airport Road, Suite 3, Palm Coast, FL 32164
Elaine Studnicki	Director	120 Airport Road, Suite 3, Palm Coast, FL 32164
Meshella Woods	Director	120 Airport Road, Suite 3, Palm Coast, FL 32164

ARTICLE VI - Registered Agent

The street address of the initial registered office is 120 Airport Road, Suite 3, Palm Coast, Florida 32164. and the initial registered agent at such address is Richard J.M. Hamilton

ARTICLE VII - Name and Address of Incorporator

Richard J.M. Hamilton, 120 Airport Road, Suite 3, Palm Coast, Florida 32164

ARTICLE VIII - Effective Date and Duration

This Corporation shall exist perpetually from and after the date on which these Articles are filed with the Florida Department of State, unless sooner dissolved voluntarily or by law.

ARTICLE IX - Membership

The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such a manner, subject to such qualifications, and upon such terms and conditions as may be provided from time to time in the By-Laws of the Corporation.

ARTICLE X - Amendment of the Articles of Incorporation

Amendments to these Articles may be made by a 2/3 majority vote of the Directors of the Corporation upon twenty-one (21) days notice of the proposed amendments.

ARTICLE XI - Dedication of Assets and Earnings

The property of this corporation is irrevocably dedicated to educational and charitable purposes as set forth above.

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 III hereof.

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 any candidate for public office.

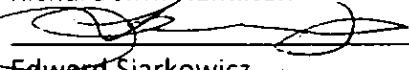
Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by any organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, assets 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.

AGREED AND SIGNED


Richard J.M. Hamilton

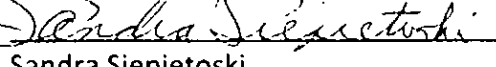
8/11/2021
Dated


Edward Siarkowicz

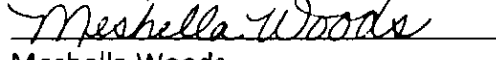
8/11/2021
Dated


Elaine Studnicki

8/11/2021
Dated


Sandra Siepietoski

8/11/2021
Dated


Meshella Woods

8/11/2021
Dated

Signature of Registered Agent. 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


Required Signature of Registered Agent

8/11/2021
Date

Signature of Incorporator I submit this document and affirm that the facts stated herein are true. I am 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.


Required Signature of Incorporator

8/11/2021
Date