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ARTICLE FOUR – FISCAL YEAR

The fiscal year is from January to December of each year.

ARTICLE FIVE – BOARD OF DIRECTORS

The Board of Directors is responsible for maintaining membership; setting the budget; maintaining funds; setting policy; developing the vision, goals and procedures of the TNL Performing Arts Foundation, Inc.. Additionally, the Board plans and develops the agenda for all meetings of the general membership and brings recommendations to/from the membership for consideration and voting. Members of the Board of Directors shall have one vote each per motion commensurate with their membership.

The names and business address of initial members of the board of the **nonprofit organization** are:

Darius T. Baker, 2702 Masterson Lane, Tallahassee, FL 32311

Teresa L. Berger, 3568 Coyote Creek Drive, Tallahassee, FL 32301

Keith Rodgers 1271 E Orange Avenue, Tallahassee, FL. 32301

Carmen Cummings, 6738 Donerail Trail, Tallahassee, FL 32309

Joe Bullard, 3117 Brookridge Drive, Tallahassee, FL 32303

Alex Dixon, P.O. Box 20105, Tallahassee, FL. 32315

Gregory James, 1134 Abraham Street, Tallahassee, FL. 32304

Roy Moore, 4006 Harpers Ferry Drive, Tallahassee, FL 32308

Dr. Jeremy George, 3900 Reeder's Drive, Austin, TX 78725

Dr. Dunwoody Mirvil, 430 N.W. 128 Street, North Miami, FL. 33168

Adrian Morris, 14086 High Hill Circle, Tallahassee, FL. 32312

Kendra Foster, c/o Gordon Cox, 707 East Magnolia Drive Tallahassee FL 32301

ARTICLE SIX - OPERATION

The Board is responsible for the operation of the TNL Performing Arts Foundation, Inc.

The officers to be elected by the members of this organization shall be a President, Vice President, Public Relations Officer, Secretary and Treasurer. The Board officers must be voting members, 21 years or older to serve in their offices.

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TNL Performing Arts Foundation, Inc., Inc.

ARTICLES & BYLAWS

We the undersigned natural persons of age twenty-one years or more, acting as organizers of nonprofit organization of the State of Florida, hereby adopt the following bylaws.

ARTICLE ONE - NAME

The name of the nonprofit organization is:

TNL Performing Arts Foundation, Inc., Inc.

ARTICLE TWO - ADDRESS

The address of the principal place of business of the nonprofit organization is:

2702 Masterson Lane, Tallahassee, FL 32311

The name and address of the nonprofit organization's registered agent for service of process is:

Darius Baker, 2702 Masterson Lane, Tallahassee, FL 32311

ARTICLE THREE - PURPOSE

The nonprofit organization is organized for the purpose of:

Educational, consulting, development, performing arts and charitable purposes. The specific focus is to stimulate interest in the arts in the state of Florida and surrounding areas, in order to:

1. Promote an interest in; enhance community awareness of and participation in the arts.
2. Promote networking of music, performing arts, art, ideas, and resources to benefit the community and the members.
3. Promote marketing of music and art related work of association and community members.
4. Promote and intensify the artistic abilities and achievements of individual members through workshops, demonstrations, promotion, trainings, educational seminars, music lessons, consultation, marketing, instruction, and other educational means and for the purpose of transacting any lawful business for which a nonprofit organization may be organized.

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ARTICLE SEVEN – ANNUAL MEETING

General membership meetings of the TNL Performing Arts Foundation, Inc. shall be held bi-monthly unless otherwise ordered by the Board of Directors. The eligible voting members present shall constitute a quorum with at least three voting members in attendance for the enactment of business.

An annual meeting of the Board of Directors shall be held at a time and day in the month of January each calendar year and at a location designated by the Board of Directors.

ARTICLE EIGHT - CONFIDENTIALITY

Directors shall not discuss or disclose information about the Corporation or its activities to any person or entity unless such information is already a matter of public knowledge, such person or entity has a need to know, or the disclosure of such information is in furtherance of the Corporations' purposes or can reasonably be expected to benefit the Corporation. Directors shall use discretion and good business judgment in discussing the affairs of the Corporation with third parties.

ARTICLE NINE – END DATE

The ending date of the nonprofit is perpetual. The nonprofit organization shall not end upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member.

ARTICLE TEN - AMENDMENT

This Constitution and Bylaws may be amended at any general and/or special meeting called and attended by a minimum of three voting Board members. There must be a two-thirds (2/3) affirmative vote of the eligible voting membership to effect the changes. New Bylaws will be in effect immediately after amended by vote of the members.

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ADOPTION OF BYLAWS

I do hereby certify that the above stated Bylaws were approved by the Board of Directors and constitute a complete copy of the Bylaws of this corporation.

ADOPTED AND APPROVED by the Board of Directors on this 9 day of November 2022.

<u>Darius Baker</u>	9/27/2022
Darius Baker, (Executive Officer)	
<u>Teresa L. Berger</u>	9/27/2022
Teresa L. Berger, (Board Member)	
<u>Keith Rodgers</u>	9/29/2022
Keith Rodgers, (Board Member)	
<u>Armen Cummings</u>	9/30/2022
Armen Cummings, (Board Member)	
<u>Joe Bullard</u>	9/28/2022
Joe Bullard, (Board Member)	
<u>Dunwoody Mirvil</u>	9/28/2022
Dr. Dunwoody Mirvil, (Board Member)	
<u>Kendra Foster</u>	9/28/2022
Kendra Foster, (Board Member)	
<u>Rick Dixon</u>	9/27/2022
Rick Dixon, (Board Member)	
<u>Pastor Greg James</u>	9/29/2022
Pastor Greg James, (Board Member)	
<u>Roy Moore</u>	10/4/2022
Roy Moore, (Board Member)	
<u>Dr. Devan Moore</u>	9/27/2022
Dr. Devan Moore, (Board Member)	
<u>Dr. Jeremy George</u>	9/28/2022
Dr. Jeremy George, (Board Member)	
<u>Adrian Morris</u>	9/27/2022
Adrian Morris, (Board Member)	

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ARTICLE ELEVEN - REGISTERED AGENT

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Darius T. Baker

Address: 2702 Masterson Lane
Tallahassee, FL 32311

ARTICLE TWELVE - INCORPORATOR

The **name and address** of the Incorporator is:

Name: Darius T. Baker

Address: 2702 Masterson Lane
Tallahassee, FL 32311

ARTICLE THIRTEEN - EFFECTIVE DATE:

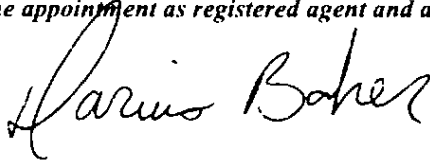
Effective date, if other than the date of filing: 10/4/2022 (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

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.

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

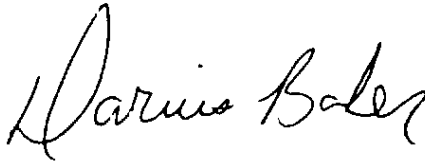


Date:

11/9/2022

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



Date:

11/9/2022

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