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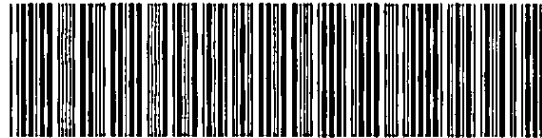
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TALLAHASSEE, FLORIDA

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COVER LETTER

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

January 2, 2023

Subject: African Dance & Arts Summer Festival Inc.

Enclosed please find \$70 filing Fee.

From:



1/2/2023

Petagay Letren (Incorporator)
11358 SW 167th Street
Miami, FL 33157
786-499-1196
awdtcummings@gmail.com

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2023 FEB -9 PM 2:41
TALLAHASSEE, FLORIDA

African Dance & Arts Summer Festival Inc.

711 Old Bainbridge Rd.

Tallahassee, FL 32303

February 6, 2023

Re: Letter 323A00001764

I, Rodney Brown, here by confirm that I accept the responsibility of Registered Agent for, African Dance & Arts Summer Festival Inc. Ref Number: W23000008850.

Thank you.

Rodney Brown

Registered Agent, African Dance & Arts Summer Festival Inc.

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TALLAHASSEE, FL 32303

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 25, 2023

PETAGAY LETREN
11358 SW 167TH STREET
MIAMI, FL 33157

SUBJECT: AFRICAN DANCE & ARTS SUMMER FESTIVAL INC.
Ref. Number: W23000008850

We have received your document for AFRICAN DANCE & ARTS SUMMER FESTIVAL INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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.

Karen Lovelace
Regulatory Specialist II

Letter Number: 323A00001784

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ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for profit)

ARTICLE I NAME

The Name of the corporation shall be:

African Dance & Arts Summer Festival Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:

711 Old Bainbridge Rd

Tallahassee FL 32303

Mailing Address

711 Old Bainbridge Rd

Tallahassee FL 32303

ARTICLE III PRUPOSE

The purpose for which the corporation is organized is:

African Dance & Arts Summer Festival Inc. aspires to become the premier summer festival that provides children and community residents with exposure to the arts as a means of empowering children to pursue their passions. We aim that via our festivals we can foster the next generation of innovators and leaders. As such we endeavor to support youth in celebrating themselves, African culture and the arts.

African Dance & Arts Summer Festival Inc. is organized exclusively for charitable purposes to include annual summer festivals in multiple locations, events, workshops and performances that promote the cultural heritage of Africa and the Diaspora; and the making of contributions to organizations that qualify as exempt organizations under the section 501(c)(3) of the Internal Revenue Code, or corresponding section on any future federal tax code.

No part of the net earnings of **African Dance & Arts Summer Festival Inc.** shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 provisions of this document, the organization shall not carry on any other activities not permitted to be carrying on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding sections of a future federal tax code, or

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(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.

Upon the dissolution of **African Dance & Arts Summer Festival Inc.** assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) if 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 public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county of the county of which the principal office of the organization is then located exclusively for such purposes or to such organization or organization, as said Court shall determine, which are organized and operated exclusively for such purposes.

The Corporation/Organization shall hold and may exercise all such powers as may be conferred upon any nonprofit organization by the laws of the State of Florida and as may be necessary or expedient for the administration of the affairs and attainment of the purposes of the Corporation/Organization. At no time and in no event shall the Corporation/Organization participate in any activities which have not been permitted to be carried out by a Corporation/Organization exempt under Section 501(c) of the Internal Revenue Code of 1986 (the "Code").

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed:

The initial board of directors were appointed by Ms. Narsha Cummings, the founder. They are persons known to Ms. Cummings who have a wealth of experience in business management and art education for children. They also expressed a willingness to support the initial development of African Dance & Arts Summer Festival Inc. and have been vetted for the professional experience and personal character.

For the longevity of the corporation the board members shall be individuals committed to the vision and mission of African Dance & Arts Summer Festival Inc., genuinely interested in the growth and development of the stakeholders, and of upstanding moral character. They will be vetted by the corporation and complete an application process.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title:

Secretary Tanya Osse
211 Old Bainbridge Rd Tallahassee FL 32303

Treasurer Tylee Quyllur Xi-Amaru.
211 Old Bainbridge Rd Tallahassee FL 32303

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President. Sadiki Isaac
711 Old Bainbridge Rd Tallahassee FL 32303

Member Narsha Cummings
711 Old Bainbridge Rd Tallahassee FL 32303

ARTICLE VI PROVISIONS FOR FOUNDING DIRECTOR

Founding Director Ms. Narsha Cummings, shall have tenure with the organization. She will serve on the Board of Directors ex-officio to be able to fulfill her duties as Director of organization. Although she will have tenure with the organization, she will be evaluated every 5 years to determine in which capacity she is best of service to the organization.

ARTICLE VII CONFLICT OF INTEREST

The purpose of the Conflict of Interest, policy is to protect the Corporation/Organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of one of its officers or directors, or that might otherwise result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable corporations/organizations and is not intended as an exclusive statement of responsibilities.

Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person and or Director must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors who are considering the proposed transaction or arrangement.

Restriction on Interested Directors

An interested person is (1) any person currently being compensated by the Corporation/Organization for services rendered to it within the previous twelve months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director; and (2) any brother, sister, parent, ancestor, descendent, spouse, brother-in-law, sister-in-law, son-in-law, mother-in-law, or father-in-law of any such person. (3) any board member or staff member that has a personal or familial interest with any organization, service provider, or business with which the organization/corporation seeks to engage. Interested persons must declare their conflicts upon the start of board of directors or the beginning of their engagement with the corporation/organization. Once interest has been confirmed and documented, persons of interest will not be able to vote on matters containing interest, both personal and professional.

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No member of the Board of Directors who is legally or biologically related to Ms. Narsha Cummings shall vote on her salary or any decision pertaining to the services that she provides the organization.

ARTICLE VIII. INDEMNIFICATION

To the fullest extent permitted by law, the Corporation/Organization shall indemnify its "agents," as described by law, including its directors, officers, employees and volunteers, and including persons formerly occupying any such position, and their heirs, executors and administrators, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," and including any action by or in the right of the Corporation/Organization, by reason of the fact that the person is or was a person as described in the Non-Profit Corporation Act. Such right of indemnification shall not be deemed exclusive of any other right to which such persons may be entitled apart from this Article.

The Corporation/Organization shall have the power to purchase and maintain insurance on behalf of any agent of the Corporation/Organization, to the fullest extent permitted by law, against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, or to give other indemnification to the extent permitted by law.

ARTICLE IX. DEDICATION OF ASSETS

The properties and assets of the Corporation/Organization are irrevocably dedicated and for non-profit purposes only. No part of the net earnings, properties, or assets of this Corporation/Organization, on dissolution or otherwise, shall inure to the benefit of any person or any member, director, or officer of this Corporation/Organization. On liquidation or dissolution, all remaining properties and assets of the Corporation/Organization shall be distributed and paid over to an organization dedicated to non-profit purposes which has established its tax-exempt status pursuant to Section 501(c) of the Code.

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ARTICLE X. REGISTERED AGENT

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

Name Mr. Rodney Brown

Rodney 2-19-23

Address: 707 Old Bainbridge Rd
Tallahassee FL 32303

AFFECTIVE DATE XI: We are requesting an effective date of January 7, 2023 if possible. Otherwise, the next available date will suffice.

ARTICLE XII INCORPORATOR

The name and address of the Incorporator is:

Name Petagay Letren



1/2/2023

Address 11358 SW 167th Street
Miami, FL 33157

Email: awdtcummings@gmail.com

Phone: 786-499-1196

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