

LAW OFFICES

Hoyt, Colgan & Andreu, P.A.

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January 19, 1995

VIA UPS NEXT DAY AIR

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

300001387589
-01/24/95--01047--019
*****70.00 *****70.00

Attn: New Filings

Re: Backstage - At Encore Theatre, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation, Acceptance of Service as Registered Agent and a check in the amount of \$70.00 for filing fees.

Sincerely,

HOYT, COLGAN & ANDREU, P.A.

Jennifer A. Goldtrap
Jennifer A. Goldtrap, secretary to
Timothy A. Andreu

/jag

Enclosures

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ARTICLES OF INCORPORATION

OF

BACKSTAGE - AT ENCORE THEATRE, INC.

The undersigned, for purposes of forming a corporation not for profit under the laws of the State of Florida, hereby adopts the following articles of incorporation:

ARTICLE I

Name

The name of this corporation shall be:

BACKSTAGE - AT ENCORE THEATRE, INC.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

3413 S. Omar Avenue
Tampa, Florida 33629

ARTICLE III

Purposes

(a) (1) This corporation is organized to promote and assist in fundraising efforts volunteer services on behalf of Encore Theatre, Inc., which produces and presents theatrical performances that are beneficial to the community of Hillsborough County, Florida and the surrounding area.

(2) It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, scientific or educational purposes either directly or by contributions to organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import, and the regulations thereunder.

(b) No part of the net earnings of this corporation shall inure to the benefit of any member, Director, officer of this

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corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no member, Director, officer of this corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these Restated Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import, or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations issued thereunder.

(d) Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify for the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import, and the regulations issued thereunder; and no member, Trustee, officer or private individual shall be entitled to share in the distribution of any of the assets.

ARTICLE IV

Powers

This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable, scientific, educational, and community-benefit purposes for which this corporation is organized.

ARTICLE V

Registered Office and Registered Agent

The registered office of this corporation shall be located at 101 East Kennedy Boulevard, Suite 2900, Tampa, Florida 33602, and the registered agent of this corporation at such office shall be Timothy A. Andreu. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE VI

Members

The corporation shall have members. All members shall be qualified and admitted in accordance with the bylaws. Such members shall have no voting rights.

ARTICLE VII

Term of Existence

The term for which this corporation is to exist shall be perpetual.

ARTICLE VIII

Officers and Directors

The affairs of this corporation shall be managed by a Board of Directors who shall be elected annually by the Board of Directors and by officers who shall be elected annually by the Board of Directors. The officers thus to be elected shall be a president, a vice president, a secretary and a treasurer and such other officers as may be provided for in the by-laws of this corporation. Any person may hold two or more offices. The duties of the respective officers and the manner of filling vacancies in the offices of this corporation shall be provided in the by-laws.

The number of Directors shall not be less than three, but may not exceed 15 and shall be determined by the Board of Directors. Any vacancy on the Board of Directors shall be filled for the unexpired portion of that term by the Board of Directors then serving. A quorum for the transaction of business shall be a majority of the Directors qualified and active, and the act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Directors. Meetings of the Directors may be held within or without the State of Florida.

ARTICLE IX

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of three members, such members to hold office until their successors have been duly elected and qualify. The names of the initial directors are:

Pat Hoyt
Greta Aldene
Betty Benson

ARTICLE X

By-Laws

The by-laws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the Directors of this corporation present at any meeting of the Board of Directors duly called and convened.

ARTICLE XI

Amendment of Articles of Incorporation

These Articles may be amended by resolution adopted by the majority vote of the Directors of this corporation present at any meeting of the Board of Directors duly called and convened.

ARTICLE XII

Incorporator

The name and street address of the incorporator of the corporation is:

Timothy A. Andreu
101 E. Kennedy Blvd., Suite 2900
Tampa, Florida 33602

ARTICLE XIV

Indemnification

The Board of Directors is specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation, this 19th day of January, 1995.

Timothy A. Andreu
Timothy A. Andreu, Incorporator

BACKSTAGE - AT ENCORE THEATRE, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Timothy A. Andreu, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 19th day of January, 1995.

Timothy A. Andreu
Timothy A. Andreu

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