

January 24, 1995.

N95000000629

Secretary of State
Division of Licensing
for Charitable Incorporation
The State Capital
Tallahassee, Fl. 32399-0350

1000001334141
02/10/95--01044--007
*****0.75 *****0.75

1000001334141
01/31/95--01034--007
*****61.25 *****61.25

Enclosed are:

- 1- Articles of Incorporation \$8.75 CF
- 2- Bylaws
- 3- Minutes of the Organizational Meeting and
- 4- Check

for the application of Theateriffic to become incorporated by the State of Florida as a not-for-profit, charitable organization. We've made a simultaneous request to the Federal Government for 501(c)(3) tax exemption.

We hope this application is satisfactory. You may contact me if you need additional information.

Carol Bauer Bailey, Secretary
105 Barrington Dr. Palm Crt, Flt 32137
904-445-1148

N.P. 2/12/95
407 676
407 2460
N95-629



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 2, 1995

CAROL BAUER BAILEY
105 BARRINGTON DR.
PALM COAST, FL 32137

SUBJECT: THEATERIFFIC, INC.
Ref. Number: W95000002460

We have received your document for THEATERIFFIC, INC. and your check(s) totaling \$61.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a balance due of \$8.75.

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 (904) 487-6929.

Brendolyn Bruton
Corporate Specialist

Letter Number: 195A00004567

ARTICLES OF INCORPORATION
OF
THEATERIFFIC, INC.

ARTICLE I. NAME

The name of the Corporation is Theateriffic, Incorporated.

ARTICLE II. DURATION

The duration of the Corporation is perpetual. Voluntary dissolution of the corporation may occur through adoption of a dissolution resolution by the Board of Directors followed by filing of Articles of Dissolution with the Secretary of State. The remaining corporate assets shall be distributed to another non-profit organization with a related mission.

ARTICLE III. PURPOSES

A. Theateriffic, Inc. is a not-for-profit corporation organized under Chapter 617, Florida Statutes for exclusively charitable purposes dedicated to promoting the welfare of children. Specific purposes are:

1. To teach ethics and values to pre-kindergarden through 12th graders, encompassing cultural diversity, justice, friendship, love, loyalty, honesty, respect, responsibility and caring for others and their environment.

2. To provide the opportunity for all children and in particular, economically depressed, minority and physically challenged children to experience the magic of theater and its powerful messages through live, creative productions.

3. To teach about current issues impacting modern-day society, including AIDS, teenage parenting, alcohol, drugs and child abuse.

4. To demonstrate skills and techniques for non-violent interpersonal relationships.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. The Corporation shall not, however, engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors or officers, but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

ARTICLE IV. MEMBERS

The Board of Directors shall be the Voting Members of the Corporation. The members shall be elected and may be removed by the Voting Members. The names and addresses of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Maxine Kronick	2042 South AlA, Flagler Beach, Fl. 32136
Carol Bauer Bailey	105 Barrington Dr. Palm Coast, Fl. 32137
Jo Sheppard	801 South Yonge St. Ormond Beach, Fl. 32174

FILED
1995 FEB - 3 PM 4:40

ARTICLE V. REGISTERED AGENT & OFFICE

The initial registered agent is Jo Sheppard, and the initial registered office is 801 South Yonge Street, Ormond Beach, Fl. 32174. This is also the principal office address.

ARTICLE VI. BOARD OF DIRECTORS

The initial Board of Directors shall three members whose names and addresses are:

<u>Name</u>	<u>Address</u>
Maxine Kronick	2042 South AlA, Flagler Beach, Fl. 32136
Carol Bauer Bailey	105 Barrington Dr. Palm Coast, Fl. 32137
Jo Sheppard	801 South Yonge St. Ormond Beach, Fl. 32174

The number of Directors may be raised or lowered by amendment of the Bylaws, but shall in no case be less than three.

ARTICLE VII. OFFICERS

The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors [and may be removed by the Board of Directors] at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Maxine Kronick	2042 South AlA, Flagler Beach, Fl. 32136
Secretary	Carol Bauer Bailey	105 Barrington Dr. Palm Coast, Fl. 32137
Treasurer	Jo Sheppard	801 South Yonge St. Ormond Beach, Fl. 32174

ARTICLE VIII. INCORPORATORS

The names and addresses of the incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
Maxine Kronick	2042 South AlA, Flagler Beach, Fl. 32136
Carol Bauer Bailey	105 Barrington Dr. Palm Coast, Fl. 32137
Jo Sheppard	801 South Yonge St. Ormond Beach, Fl. 32174

ARTICLE IX. NONSTOCK BASIS

Theateriffic, Inc. is organized and shall be operated on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 23rd day of January, 1995.

Martin Kravitz
Jo Sheppard
Carol B. Bailey
[Signatures of Incorporators]

STATE OF FLORIDA)
COUNTY OF)

Before me personally appeared Martin Kravitz, Jo Sheppard, Carol B. Bailey to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to me and before me that they executed said instrument for the purposes therein expressed. WITNESS my hand and official seal this 23rd day of January, 1995.

Dorothy A. Rock
Notary Public, State of Florida at Large
My Commission expires:

Acceptance by registered agent:

Jo Sheppard



DOROTHY A. ROCK
My Comm Exp. 8/06/98
Bonded By Service Inc
No. CC393838
11 Kennedy Avenue 11064 L.D.

FILED
1995 FEB - 8 PM 4:40

N95000000629

April 17, 1995.

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

RE: Amendment To Articles of Incorporation for Theateriffic, Inc.
Document #: N95000000629

According to requirements of the Internal Revenue Service, in order to qualify as a 501(c)(3) tax exempt organization, it is necessary that Theateriffic, Inc. amend its Articles of Incorporation. Attached is the amended document.

Enclosed is a check in the amount of \$35.00 which we believe is required to amend any record. Also enclosed is a copy of the original document.

We would appreciate a speedy response, since IRS is requesting this information by May 02, 1995. Thank you kindly for your attention to this matter.

Most Cordially,

Maxine Kronick, President
Maxine Kronick, President

400001460444
-04/19/95--01078--008
++++\$35.00 +++++\$35.00

Mailing Address: P.O. Box 1813
Flagler Beach, Florida 32136
Phone: 904-439-7759

FILED
95 MAY 22 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

*Amend
5/25
G.B.*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1995

MAXINE KRONICK, PRESIDENT
P.O. BOX 1813
FLAGLER BEACH, FL 32136

SUBJECT: THEATERIFFIC, INC.
Ref. Number: N95000000629

We have received your document for THEATERIFFIC, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

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 (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 295A00020668

May 16, 1995.

Per above letter, enclosed is proper
form for Amendment plus attachment
(since amendment cannot fit in form space).
You have already received the \$35.00
filing fee. Thank you. If you have any
questions please contact our secretary,
Carol Bailey, at 904-445-1148.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

THEATERIFFIC, INC.

FILED
95 MAY 22 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:

Article II. Duration [see enclosed]

Article III. Purposes [see enclosed]

SECOND: The date of adoption of the amendment(s) was: April 17, 1995

THIRD: Adoption of Amendment (CHECK ONE)

☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Dated May 16, 19 95

THEATERIFFIC, INC.

Corporation Name

By

Carol Bauer Bailey
(Chairman, Vice Chairman, President or other officer)

Carol Bauer Bailey

Typed or printed name

Secretary of the Board

Title

AMENDMENTS TO THE ARTICLES OF INCORPORATION
OF THEATERIFFIC, INC.
as of April 17, 1995.

ARTICLE II. DURATION

Delete last sentence: "The remaining corporate assets shall be distributed to another non-profit organization with a related mission."

Substitute: Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, 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, in the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE III. PURPOSES

Addition: The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this organization shall not carry on any 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.

Adopted by the Board of Directors,
Theateriffic, Incorporated
April 17, 1995.