

SECRET  
MAR 31 PM 2:20  
TALLAHASSEE, FLORIDA


N95000001571

Dear Fla Dept of States,

Will you please process this Request  
as soon as possible it will be  
greatly appreciated. Please return in  
enclosed Fed Ex Envelope.  
Thanks

1.0010011445256  
-01/31/75--01079--020  
444122.50 444122.50

Mike Stephens

4-4-75  


March 21, 1995

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Dear Sirs:

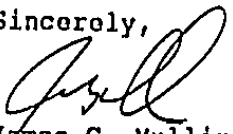
Enclosed herewith please find a check in the amount of \$122.50, representing fees for filing a not-for-profit corporation, to wit:

THE SUSAN LYLE JUNIOR DANCE ENSEMBLE, INC.

Please send the completed documents of incorporation to:

JAMES G. MULLIN, Registered Agent  
2263 N.W. Boca Raton Blvd., #205  
Boca Raton, FL 33431

Sincerely,



James G. Mullin

JGM:amp

RECEIVED  
TALLAHASSEE  
MAR 21 1995  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

THE SUSAN LYLE JUNIOR DANCE ENSEMBLE, INC.

We, the undersigned, hereby associate ourselves together for the purpose of forming a Corporation, not-for-profit under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the corporation shall be: THE SUSAN LYLE JUNIOR DANCE ENSEMBLE, INC.

ARTICLE II  
PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be:

2105 Kudza Road  
West Palm Beach, FL 33415

The Board of Directors may from time to time move the principal place of business to any other address in the State of Florida.

ARTICLE III  
DURATION

The term of existence of this corporation shall be perpetual.

ARTICLE IV  
PURPOSE CLAUSE

The purpose and general nature of the objectives for which this Corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any further United States Internal Revenue law.

This Corporation is specifically established to provide committed services, dance presentations, recitals to nursing homes, teaching jazz, tap, ballet and modern dance, open tryouts/auditions, to solicit new troop members, and for skill evaluation and improvement.

## ARTICLE V RESTRICTIONS

The Corporation shall be subject to the following provisions:

- a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or any other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
- b. No 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- c. Notwithstanding any other provisions 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 corresponding provisions of any future United States Internal Revenue Law.
- d. Upon the dissolution of the Corporation and after paying or making provisions for payment of all liabilities 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for exclusively public purposes. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes of to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VI BOARD OF DIRECTORS

The number of initial Directors constituting the Board of Directors shall be four (4) until their successors shall be elected to serve. The number of Directors of the Corporation may be increased or decreased, but shall never consist of less than four (4) Directors. The following individuals shall serve as initial Directors:

Tami Donnally  
262-51-0731

Pam Newman  
228-66-0345

Mike Stephens  
267-17-6041

Connie D'Antonio  
174-40-8957

All Directors will be elected to the Board as outlined in the Bylaws.

#### **ARTICLE VII BYLAWS**

The Bylaws of this Corporation may be made, altered, amended or rescinded at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

#### **ARTICLE VIII AMENDMENTS**

The Articles of Incorporation may be altered, amended or repealed and new Articles of Incorporation may be adopted by the affirmative vote of a majority of the members of the Board of Directors.

#### **ARTICLE IX INDEMNIFICATION**

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Not-for-Profit Corporation Act and the Florida Business Corporation Act, as the same may be amended from time to time, or any successor statute, the Corporation shall indemnify its employees and agents, from and against all expenses or liabilities incurred in connection with a civil or criminal proceeding brought against any such persons, or other matters referred to in or covered by said provisions, including advancements of expenses prior to the final disposition of such proceedings and amount paid in settlement of such proceedings, both as to action in their official capacity during the existence of such relationship. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified persons may be entitled under

Bylaw provision, agreement, vote of disinterested directors or otherwise. The indemnification provided for herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

**ARTICLE X  
LIABILITY**

None of the directors or officers of the Corporation shall be personally liable for its debts, liabilities or obligations.

**ARTICLE XI  
INITIAL REGISTERED OFFICE AND AGENT**

The name and the street address of the initial registered agent is:

James G. Mullin  
2263 N.W. Boca Raton Blvd.  
Suite 205  
Boca Raton, FL 33431

**ARTICLE XII  
INCORPORATOR**

The name and the street address of the incorporator for these Articles of Incorporation is:

Mike Stephens  
1903 Central Court  
West Palm Beach, FL 33406

IN WITNESS WHEREOF, the above subscriber so hereby sign his name for the purpose of forming a Corporation not-for-profit as hereinabove set forth and for the purposes therein expressed.

The undersigned incorporator has executed these Articles of Incorporation this 1<sup>st</sup> day of MARCH, 1995.

Signature of Incorporator:

Michael C. Stephens

MIKE STEPHENS  
Typed name of incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

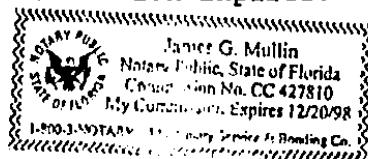
I DO CERTIFY that before me, the undersigned authority personally appeared, MIKE STEPHENS, to me personally known or who produced a Florida Driver's Lic. as identification and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed his name thereto and these Articles of Incorporation are made in good faith and for the purpose of carrying out the purposes and objectives set forth herein.

WITNESS my hand and official seal in the County and State last aforesaid this 1<sup>st</sup> of MARCH, 1995

James G. Mullin  
Notary Public

James G. Mullin  
Printed name of Notary

My Commission Expires:



CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating office/registered agent, in the State of Florida.

1. The name of the Corporation is: The Susan Lyle Junior Dance Ensemble, Inc.

2. The name and address of the registered agent and office is: JAMES G. MULLIN, 2263 NW Boca Raton Blvd., #205, Boca Raton, FL 33431.

SIGNATURE: Michael C. Stephens  
(Corporate Officer)

TITLE: Treasurer

DATE: 3/1/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEARBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE: James G. Mullin  
(Registered Agent)

DATE: 3/1/95