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GEOFFREY KAJCIENSKI

(Requestor's Name)

6134 BORDERLINE DR.

(Address)

TALLAHASSEE, FL 32312 (904) 874-0900

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

000001535670

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ATLANTIC SYMPHONY ORCHESTRA, INC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____

☒ Certified Copy

☐ Mail out ☒ Will wait ☐ Photocopy

☐ Certificate of Status

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TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

[Handwritten Signature]

Examiner's Initials

ARTICLES OF INCORPORATION OF ATLANTIC SYMPHONY ORCHESTRA, INC.

The undersigned, acting as incorporators of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

ARTICLE I - Name

Section 1. The name of the corporation is Atlantic Symphony Orchestra, Inc.

Section 2. The fiscal year of the corporation shall commence on July 1 each calendar year and end June 30 of the following year.

ARTICLE II - Address

The principle place of business and the mailing address for the corporation shall be:

2150 Lake Drive
Cocoa, Florida 32926

ARTICLE III - Purpose

Section 1. The purposes for which this corporation is organized are the following:

- (a) to establish and maintain a symphony orchestra in central Florida and adjacent area;
- (b) to foster and encourage the production and performance of chamber, pops, instrumental, and classical music;
- (c) to offer educational opportunities and encouragement to amateur and professional musicians and student musicians to study and perform chamber, pops, and symphonic music in public concerts;
- (d) to offer free or minimally priced admission to musical performances to the public to advance musical education of the public; and
- (e) to encourage and expand musical education and appreciation for chamber, pops and symphonic music and culture among diverse educational, social and economic groups in communities within Florida.

Section 2. The corporation is organized exclusively for charitable, cultural and educational purposes, including such purposes as making distributions to organizations under section 501 (c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

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Section 3 No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article

Section 4 In order to fulfill the purposes for the Atlantic Symphony Orchestra, Inc. as set forth in this Article, this corporation may be composed of, but not limited to, the following divisions, each of which shall operate within its own procedures and under the over-all direction or review of the Board of Directors

- (a) An auxiliary support division with the general purposes of recruiting volunteers, supporting production activities and assisting in fundraising
- (b) A chamber orchestra production division for the general purpose of promoting chamber music and performance
- (c) A pops orchestra production division for the general purpose of promoting pops music and performance.

Section 5 In case the corporation wishes to dissolve and by due process of law shall dissolve, all assets of whatever nature, or their equivalents in value which remain after the just debts and liabilities of this corporation have been satisfied, shall be used for such cultural and educational purposes as will complete or continue undertakings for the public benefit which have already begun by the Atlantic Symphony Orchestra, Inc., as set forth by the provisions of the Internal Revenue Service Code IRS 501 (c) (3) or any amendments thereto

ARTICLE IV - Election of Directors

Section 1. The business and property of the corporation shall be managed and controlled by a Board of Directors, whose members shall be elected annually by a vote of the members of the corporation. The Board of Directors shall consist of no less than nine (9) nor more than a number as provided by the corporate by-laws.

Section 2. After election of directors by the members, the Board of Directors shall annually elect a president, vice-president(s), secretary, and treasurer.

Section 3 The Board of Directors shall have the authority to do all things necessary and incidental to carry out the stated purposes of the corporation, including, but not limited to the following.

- (a) To appoint committees and work groups necessary to carry out the business of the corporation
- (b) To present artistic performances open to attendance by the general public, with or without an admission fee
- (c) To appoint, employ, and contract with artistic, production, and administrative

personnel on the basis of qualifications, experience, corporate financial status, and successful interview. Staff positions to be filled are reflected in the corporate organization chart. Staff positions may be filled or left vacant, at the discretion of the Board.

(d) To solicit and accept gifts of money, property and in-kind items/services in order to carry out the purposes as set forth in the above Article 3.

Section 4. The corporation may through its by-laws, provide for different classes of membership and for the amount of dues to be paid by its members and classes, if any, of the membership.

Section 5. A member of the corporation shall be a person, business or professional firm which annually contributes to the support of the corporation in any category of membership prescribed by the Board, provided that the amount of the contribution is at least the amount required as the contribution of an annual subscriber.

Section 6. Memberships in good standing are those who have paid for the current year in one of the categories specified in the by-laws.

Section 7. Every member in good standing shall have one (1) vote in the affairs of the corporation, subject to the following provisions:

- (a) Where two or more persons, including husband and wife, hold a joint membership, either or both may vote; and
- (b) Where a member is a professional or business firm, the firm shall designate a person to cast the member's vote.

Section 8. Membership in the corporation shall be non-transferable and non-assignable.

ARTICLE V - Limitation of Powers

Section 1. The powers of the corporation shall include all those powers provided for corporations not for profit under chapter 617, Florida Statutes, except those in conflict with any of the limitations imposed upon this corporation by Article 3 above, or by any federal law representing the operation of corporations exempt from federal taxation under Section 501 (c) (3) of the Internal Revenue Code and respecting the operation of corporations, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code or any corresponding section of any future code.

Section 2. The corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgement of the Board of Directors, without being restricted to the class of investments which a director is or may hereafter be permitted by law to make or any similar restrictions, provided, however, that no action shall be taken by or on behalf of the corporation if such action is a prohibited transaction or would result in the denial or the tax exemption under

Section 501 or Section 507 of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE VI - Registered Agent

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

O. J. W. Christ
2150 Lake Drive
Cocoa, Florida 32926

ARTICLE VII - Incorporators

The names and street addresses of the incorporators for these articles are:

Vera W. Walke
28 Mitchell Street, East
Cocoa, Florida 32922

O. J. W. Christ
2150 Lake Drive
Cocoa, Florida 32926

The undersigned incorporators have executed these Articles of Incorporation this 6th day of July 1995.

Signatures of Incorporators:

Vera W. Walker
Vera W. Walker

O. J. W. Christ
O. J. W. Christ

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

(must include suffix)

Atlantic Symphony Orchestra, Inc.

2. The name and address of the registered agent and office is:

O. J. W. Christ

(Name)

2150 Lake Drive

(Street address - P. O. Box not acceptable)

Cocoa, Florida 32926

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Signature)

7/6/95

(Date)

Registered Agent filing fee \$35.00