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B-1040 BRUSSELS, BELGIUM
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MINATO-KU, TOKYO 106, JAPAN
TELEPHONE: 011-813-3437-9740
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8805 ABIA PACIFIC FINANCE TOWER
CITIBANK PLAZA
3 GARDEN ROAD, CENTRAL, HONG KONG
TELEPHONE: 011-852-2530-3400
TELEFAX: 011-852-2530-3388

May 7, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001018095
-05/13/96--01073--017
****122.50 ****122.50

Re: **Florida Dance Conservatory Ballet Co., Inc.**

Dear Sir or Madam:

In reference to the above-captioned matter, please file the original Articles of Incorporation. Please provide us with a certified copy of the Articles of Incorporation.

Enclosed please find a check made payable to the Secretary of State in the amount of \$122.50. The breakdown is as follows:

Filing fee for the Articles of Incorporation	\$ 70.00
Certified copy of the Articles of Incorp.	\$ <u>52.50</u>
Total	\$122.50

If you have any questions, please do not hesitate to call me.

Sincerely,


John C. Dotterer

JCD:sml
Enclosures

cc: Wayne Burritt

RECEIVED
JAN 12 1968
FBI - TAMPA

**ARTICLES OF INCORPORATION
OF
FLORIDA DANCE CONSERVATORY BALLET CO., INC.**

We, the undersigned, acting as incorporators of a not-for-profit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be FLORIDA DANCE CONSERVATORY BALLET CO., INC.

ARTICLE II

PURPOSE

The purpose for which the corporation is formed is to promote, advance and protect the welfare and interests of businesses in the area described hereinbelow, and all other purposes and powers available to not-for-profit corporations.

ARTICLE II

MEMBERSHIP

Qualifications for members and the manner of their admission shall be stated in the By-Laws of the corporation.

ARTICLE IV

TERM

The term of the corporation is perpetual.

ARTICLE V

SUBSCRIBERS

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

<u>Names</u>	<u>Addresses</u>
Jonathan Wayne Burritt	3915 Haverhill Road, North Suite 122 West Palm Beach, FL 33417

ARTICLE VI
OFFICERS

The affairs of the corporation are to be managed by officers selected in the manner provided in the By-Laws.

ARTICLE VII

FIRST OFFICERS

The names of the officers who are to serve until the first election of officers are as follows:

Jonathan Wayne Burritt	President, Treasurer, Secretary
------------------------	------------------------------------

ARTICLE VIII
DIRECTORS

The affairs of the corporation shall be managed by a number of directors to be determined in the manner set forth in the bylaws, but not less than three. The names and addresses of the 3 directors who will serve until the first election thereof are as follows:

<u>Names</u>	<u>Addresses</u>
Jonathan Wayne Burritt	3915 Haverhill Road, North Suite 122 West Palm Beach, FL 33417

Deborah J. Burritt

3915 Havorhill Road, North
Suite 122
West Palm Beach, FL 33417

Patrick Ryel

3915 Havorhill Road, North
Suite 122
West Palm Beach, FL 33417

**ARTICLE IX
BY-LAWS**

The By-Laws of the corporation, and any alterations or amendments thereto, are to be adopted by a two-thirds vote of the Directors at a regular or special meeting of the Board of Directors.

ARTICLE X

AMENDMENTS TO ARTICLES

Amendments to the articles of incorporation shall be made in the following manner:

(1) The board of directors shall adopt a resolution setting forth the proposed amendment and, if members have been admitted, directing that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting. If no members have been admitted, the amendment shall be adopted by a vote of the majority of directors and the provisions for adoption by members shall not apply.

(2) Within the time and in the manner provided by the By-Laws or By-Law for the giving of notice of meetings of members, written notice setting forth the proposed amendment shall be given to each member of record entitled to a vote thereon. If the meeting is an annual meeting, the proposed amendment may be included in the notice of such annual meeting.

(3) At such meeting a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of members entitled to vote thereon.

(4) Any number of amendments may be submitted to the members and voted upon by them at one meeting.

(5) If all of the directors and all of the members eligible to vote sign a written statement manifesting their intention that an amendment to the articles of incorporation be adopted, then the amendment shall thereby be adopted as though subsection (1)-(4) had been satisfied.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The initial principal office of the corporation shall be located at 3915 Haverhill Road, North, Suite 122, West Palm Beach, FL 33417. The initial registered agent of the corporation is Jonathan Wayne Burritt with offices at the aforementioned corporate address.

ARTICLE XII

ADDITIONAL PROVISIONS

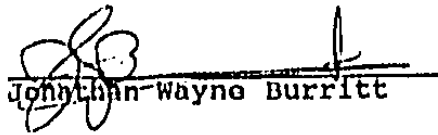
Further provisions governing classes of membership, voting, and rules and regulations for membership may be adopted in the By-Laws or in the manner provided for in the By-Laws.

IN WITNESS WHEREOF, for the purpose of forming this not-for-profit corporation under the laws of the State of

Florida, we, the undersigned, have subscribed to these Articles
of Incorporation as of the day and dates indicated below.

SUBSCRIBER

DATE

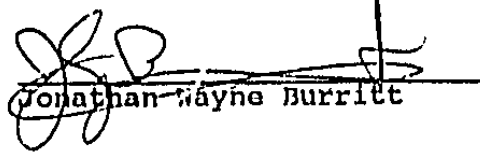

Jonathan Wayne Burritt

5/1/96

CERTIFICATE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Registered Agent:


Jonathan Wayne Burritt

FLORIDA DANCE CONSERVATORY BALLET CO.
MEMORANDUM



1915 Hawthill Road North Suite 122 West Palm Beach, Florida 33411 Tel (561) 478-7722 Fax (561) 478-0116

N96000002647

FROM: Wayne Burritt, Artistic Director

DATE: October 17, 1996

SUBJECT: AMENDMENT

400001982434--7
-10/22/96--01050--005
*****35.00 *****35.00

Thank you for the phone conversations. Enclosed are two copies of the amendment and authorization, and a check for \$35.00. Please return one copy to us indicating that you have filed it with the date and time.

Should you have any questions, please call me at 561-478-7722. Thank you for hurrying this along as quickly as possible.

FILED
96 OCT 21 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/24
Jon Amend.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
96 OCT 21 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA DANCE CONSERVATORY BALLET CO., INC.

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

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

SEE ATTACHED

SECOND: The date of adoption of the amendment(s) was: Oct. 16, 1996

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.

FLORIDA DANCE CONSERVATORY BALLET CO., INC.

Corporation Name

Signature of Chairman, Vice Chairman, President or other officer

Wayne Burritt
Typed or printed name

President & Chairman
Title

10-17-96
Date

ARTICLE XIII

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization 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 and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes 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 provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (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 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, 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 a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.