

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6317
Tallahassee, FL 32314

SUBJECT:

BEL CANTO OF SOUTH FLORIDA, INC
(Proposed corporate name - must include suffix)

ENCLOSURE

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy

000001915030
-08/07/96--01025--0009
+++111.25 +++131.25

FROM:

Copy Scott Celson
Name (Printed or typed)

1949 MONROE STREET
Address

Hollywood Florida 33020
City, State & Zip

(954) 923-7281
Daytime Telephone number

FILED
JUL 25 1996
TALLAHASSEE
FLORIDA
SECRETARY OF STATE

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
BEL CANTO OF SOUTH FLORIDA, INC.

The undersigned, acting as Incorporator for the purpose of forming a not for profit Corporation under the provisions of Chapter 617 of the Florida Statutes, hereby delivers the following Articles of Incorporation for said Corporation to the Department of State of the State of Florida.

ARTICLE I

NAME

The name of the Corporation is BEL CANTO OF SOUTH FLORIDA, INC.

ARTICLE II

PURPOSE

The purpose for which the corporation is organized are as follows:

A. To receive and to administer funds and to operate exclusively for charitable, artistic or educational purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation and to give funds and property from time to time to other organizations to be used or held for use directly in carrying out one or more such purposes.

B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the Corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501 (c)(3) of the code, with all powers conferred on not for profit corporations under the laws of the State of Florida.

D. To educate young singers in the areas of technique, interpretation, presentation, and performance of opera and vocal chamber music.

E. To provide singers in the South Florida community with the

necessary opportunities to perform opera and vocal chamber music.

F. To educate the public, through performance and lecture, in the culture and history of opera and vocal chamber music, thus creating a greater appreciation and awareness of these art forms.

G. To enrich the cultural life of Hollywood, Broward County, and the South Florida community.

H. To engage in business, pursuant to the laws of the City of Hollywood, Broward County, and the State of Florida, including but not limited to the receipt of gifts, bequests, transfers of money, property and other things of value, and the disbursement of such assets for the accomplishment of the goals of Bel Canto of South Florida, Inc.

ARTICLE III

POWERS

A. The Corporation shall possess and exercise all the powers and privileges granted by Chapter 607 and 617 of the Florida Statutes as they now exist or as they may be hereafter amended, or by any other law of Florida applicable in any manner to not for profit corporations limited only by the restrictions set forth in the Articles of Incorporation and in said Chapter 607 and 617 of the Florida Statutes.

B. 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 the Articles hereof. No substantial 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 the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE IV

NONSTOCK MEMBERSHIP CORPORATION

The Corporation shall be organized as a nonstock membership corporation. Qualifications for members and the manner of their admission to membership in the Corporation shall be as regulated by the Bylaws of the Corporation.

ARTICLE V

BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, except as may be otherwise provided in these Articles of Incorporation or in the bylaws of the Corporation, or as may be otherwise required by any of the provisions of Chapters 607 or 617 of the Florida Statutes as they now exist or as they may be hereafter amended. The number of Directors shall be determined and fixed pursuant to the Bylaws of the Corporation, but shall consist of at least three (3) persons. The manner in which the directors shall be elected, appointed or removed shall be set forth in the Bylaws.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The initial Registered Office and Registered Agent of the Corporation is:

Cory Scott Colton
1949 Monroe Street
Hollywood, FL 33020

The Principal Office of the corporation shall be at the same address.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The names and addresses of the persons who are to constitute and serve as the initial Board of Directors of the Corporation are:

Cory Scott Colton
1949 Monroe Street
Hollywood, Florida 33020

Max Sanchez
1949 Monroe Street
Hollywood, Florida 33020

Sarah Jane Patterson
1200 Coral Way
Miami, Florida 33145

Michelle Alexander
1200 Coral Way
Miami, Florida 33145

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator(s) executing these Articles of Incorporation is/are:

Cory Scott Colton
1949 Monroe Street
Hollywood, FL 33020

Max Sanchez
1949 Monroe Street
Hollywood, Florida 33020

Sarah Jane Patterson
1200 Coral Way
Miami, Florida 33145

Michelle Alexander
1200 Coral Way
Miami, Florida 33145

ARTICLE IX

BYLAWS

The power to adopt, change, amend and repeal the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation.

ARTICLE X

TERM OF EXISTENCE

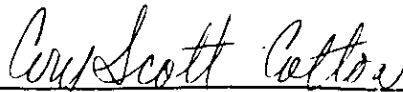
This Corporation is to exist perpetually.

ARTICLE XI

DISSOLUTION

Upon the dissolution of the Corporation, and subject to the provisions of Section 617.05 of the Florida Statutes as it now exists or as it may be hereafter amended, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all assets of the Corporation, if any, to the benefit of Bel Canto of South Florida, Inc., or any successor thereto. In the event that Bel Canto of South Florida, Inc., in any form shall not then be in existence, the said funds shall be distributed for the enhancement of opera and vocal chamber music in the South Florida community, to such organization or organizations existing and operating exclusively for charitable, artistic or educational purposes and at that time qualified as an exempt organization or organizations under Section 501(c)(3) of the Code. Any assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the corporation is located, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has hereunto set her hand and seal this 31st day of July, 1996, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.



Cory Scott Colton
Incorporator/Resident Agent

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Cory Scott Colton.

1. { } to me personally known to be the person described herein and who executed the foregoing instrument, and acknowledged under oath that he executed the same.

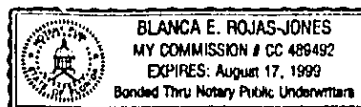
OR

2. {✓} who produced identification in the form of
Driver's Lic. 1 C455117641440 FL, and
acknowledged under oath before me that he executed the same.

WITNESS my hand and official seal in the County and State aforesaid this
3rd day of July, 1996.

Blanca E. Rojas-Jones
Notary Public

Blanca E. Rojas-Jones
(Type/print Name of Notary)



My Commission Expires:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

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

1. The name of the corporation is : BEL CANTO OF SOUTH FLORIDA, INC.
2. The name and address of the Registered Agent and Registered Office is:

Cory Scott Colton
1949 Monroe Street
Hollywood, FL 33020

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.

Cory Scott Colton
Cory Scott Colton

7/31/96
Date