

CONTACT:

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520 EAST PARK AVENUE

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(City, State, Zip)

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(Phone #)

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

1 Lively Arts Center, Inc
(Corporation Name)

(Document #)

2
(Corporation Name)

(Document #)

3
(Corporation Name)

(Document #)

4
(Corporation Name)

(Document #)

☒ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS

☐ Profit

☒ NonProfit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R. A. Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

☐ Name Reservation

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 12 PM 4:46

DIVISION OF CORPORATION

96 SEP 12 AM 11:50

FILED

RECEIVED

TAB 9/2

HOLD FOR
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UCC SERVICES

Examiner's Initials

ARTICLES OF INCORPORATION
OF
LIVELY ARTS CENTER, INC.
a Florida not-for-profit corporation

FILED
96 SEP 12 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

Name

The name of this Corporation shall be Lively Arts Center, Inc., and its principal place of business shall be 901 6th Street, Daytona Beach, Florida.

ARTICLE II.

Purpose

The purposes of the corporation shall be exclusively charitable in nature, to-wit: To engage exclusively in activities for charitable, religious, and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code, and within these restrictions, to engage in activities including but not limited to the following:

(a) To develop, operate, and maintain a theater or center for the performing arts for the benefit of the citizens of Volusia and surrounding counties and their visitors, and generally promote productions in the field of the performing arts. 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 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) or (b) by a corporation, contributions to which are

deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 for the corresponding provision of any future United States Internal Revenue Law).

(b) To employ, contract for, or otherwise obtain the services of agents to perform all services required in connection with the carrying out of its aforesaid purposes.

(c) To borrow money, to contract debts when necessary to the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation; to issue, from time to time, bonds, promissory notes, Bills of Exchange, debentures, and other obligations and evidences of indebtedness, secured or unsecured, payable at a specified time or times, or payable upon the happening of a specified event or events, for monies borrowed, or in payment for property acquired, or for any of the other objects or purposes of the Corporation.

(d) To have one or more offices, and to conduct its business and promote its objectives within the State of Florida without restriction as to place or manner.

(e) To sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property, rights, privileges, franchises and other assets.

(f) To purchase, take, receive, subscribe for or otherwise acquire, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests or obligations of, corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States, or any other government, state, territory, governmental district, municipality or of any instrumentality thereof.

(g) To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real and personal property, or

any interest therein, in its own right, as Director or in any other fiduciary capacity, wheresoever situate.

(h) To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.

(i) To do all and everything necessary or appropriate for the accomplishment of any of its purposes or of any of its objects, the furtherance of the powers enumerated in this Charter or any amendment thereof, or necessary or incidental to the protection and benefit of the Corporation, as principal, agent, Director, or otherwise.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the Corporation, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation, however, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

This Corporation is not organized for pecuniary profit nor does it have any power to issue certificates of stock or to declare dividends, and no part of its net earnings shall inure to the benefit of any officer, director or individual.

ARTICLE III.

Membership

There shall be no members of the Corporation.

ARTICLE IV.

Term of Existence

This Corporation not for profit shall have perpetual existence from the date of its incorporation.

The initial post office address of the principal office of this Corporation in the State of Florida is 901 6th Street, Daytona Beach, Volusia County, Florida, 32115. The Board of Directors may, from time to time, move the principal office to any other address in Florida. The initial resident agent of the Corporation shall be Palmetto Charter Services, Inc., a Florida corporation, whose address is 150 Magnolia Avenue, Daytona Beach, Florida 32114. The Board of Directors may, from time to time, change the resident agent by designation filed in the office of the Secretary of State.

ARTICLE V.

Officers

The Officers of the Corporation shall consist of a President, Vice-President, a Secretary and a Treasurer, and such other officers as may be provided for in the By-Laws. The same person may be both Secretary and Treasurer of the Corporation. The Officers shall be elected annually by the Board of Directors as provided in the By-Laws.

ARTICLE VI.

Board of Directors

The business affairs of this Corporation shall be managed by the Board of Directors. The Corporation shall have no more than 10 nor less than 3 Directors. All Directors shall be elected and hold office in accordance with the By-Laws.

The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the next annual meeting of the Corporation are:

Herbert M. Davidson, Jr.
901 6th Street
Daytona Beach, Florida 32117

Georgia M. Kaney
901 6th Street
Daytona Beach, Florida 32117

Julia Davidson Truilo
901 6th Street
Daytona Beach, Florida 32117

Marc L. Davidson
901 6th Street
Daytona Beach, Florida 32117

The number of directors may be changed from time to time by the by-laws, except that the number shall at no time be less than three.

ARTICLE VII.

By-Laws

The Board of Directors of this Corporation may enact such By-Laws for the conduct of its business and the carrying out of its purposes as it may from time to time deem necessary.

Upon such notice as may be provided in the By-Laws, the By-Laws may be altered, amended or rescinded upon majority affirmative vote by the Board of Directors at a meeting called for that purpose by the President or Secretary as provided in the By-Laws.

ARTICLE VIII.

Amendment to Articles of Incorporation

Amendments to the Articles of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors of which a majority is present,

and must be adopted by a majority vote of the Board of Directors present and voting at such meeting properly called and after due notice as provided by the By-Laws. Upon such approval, such amendment shall be forwarded to the Secretary of State of the State of Florida and approved by such office before the same shall become effective.

ARTICLE IX.

Corporate Seal

This Corporation may have a corporate seal, prescribed by and prepared from a design approved by the Board of Directors of the Corporation; and the same shall contain thereon the name of the Corporation and the year of its incorporation.

ARTICLE X.

Dissolution

The Corporation may be dissolved by a majority vote of the Board of Directors of the Corporation. In the event of the dissolution of this Corporation by such action, or as provided for by the laws of the State of Florida, or otherwise, all of the assets of said Corporation remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any officer or director of this Corporation.

ARTICLE XI.

Incorporator

The name and address of the incorporator of this corporation is as follows:

Jonathan D. Kaney Jr.
150 Magnolia Avenue
Daytona Beach, Florida 32114.

IN WITNESS WHEREOF, the undersigned Incorporator does hereby execute and acknowledge these Articles of Incorporation, this 11th day of September, 1996.


Jonathan D. Kanczy Jr.,

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 11th day of September, 1996, by Jonathan D. Kanczy Jr., who is personally known to me or has produced _____ as identification.

NOTARY PUBLIC:


Sign: _____

Print: _____

State of Florida At Large
(Seal)

My Commission Expires:

Title/Rank: _____

Commission Number: _____



LORRINE J. MCLAUGHLIN
MY COMMISSION # CC281383 EXPIRES
January 8, 1997
BONDED THRU TROY PAIR INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 617.0501, Florida Statutes, Lively Arts Center, Inc. hereby designates Palmetto Charter Services, Inc., a Florida corporation located at 150 Magnolia Avenue, Daytona Beach, Florida 32114 as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

LIVELY ARTS CENTER, INC.

By: 

Jonathan D. Kaney Jr., Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of Lively Arts Center, Inc. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES,
I N C . , a F l o r i d a
corporation

By: 

Jonathan D. Kaney Jr., Vice
President