

N 96000004881

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

### Transmittal Letter

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

800001951788  
-09/19/96--01070--006  
\*\*\*\*131.25 \*\*\*\*131.25

Subject: Incorporation of Art Glass Guild Artisans, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation for Art Glass Guild Artisans, Inc., the Certificate of Designation of Registered Agent, and a check in the amount of \$131.25 to cover the cost of filing fee, a certified copy of the Articles, and a Certificate of Incorporation.

Please return the certified copy and certificate to:

John R. Smith  
819 Northeast 8th Street  
Hallandale, FL 33009  
Daytime Phone - (954) 457-8821

9/20/96

## Articles of Incorporation

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The undersigned, acting as the sole incorporator pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

### Article I

#### Name

The name of the corporation shall be:

Art Glass Guild Artisans, Inc.

### Article II

#### Principal place of business and mailing address

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

819 Northeast 8th Street  
Hallandale, FL 33009

### Article III

#### Purposes

The specific purposes for which the corporation is organized are:

- A. To receive and administer funds and to operate exclusively for charitable, literary, artistic and 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 for carrying out one or more of such purposes;
- B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust, and to apply gifts, grants, bequests, and devises, and the proceeds thereof, in furtherance of the purposes of the corporation;

### Article III

#### Purposes (continued)

- C. To do such things and to perform such acts as 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 Internal Revenue Code of 1986, or comparable provisions of subsequent legislation, with all of the powers conferred on not-for-profit corporations under the laws of the State of Florida;
- D. To foster the advancement and education relating to original, quality glass art, both for the benefit of the artists and of the general public, and to encourage professionalism and higher aesthetic standards in glass art; and,
- E. To establish funding for the exhibition of glass art; to engage in and fund glass art exhibitions and provide materials to artists at a reduced cost; to sponsor and participate in: exhibitions of glass art; the public and private placement of glass art; and, cultural exchanges, educational exhibits, forums, panels, lectures, symposiums, travel tours, publications, radio and television productions, motion picture productions, and world wide web internet sites, all related to original, quality glass art.

### Article IV

#### Manner of election of directors

The manner in which the directors are elected or appointed shall be described within the bylaws of the corporation.

### Article V

#### Corporate powers

The corporate powers of this corporation are as provided in Section 617.0302 of the Florida Statutes, or comparable provisions of subsequent legislation, and are limited by restrictions placed by Section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation.

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#### Article VI

##### Registered Agent and street address

The name and street address of the registered agent are:

Michael E. Walters, Esq.  
Attorney at Law  
8210 Northwest 49th Street  
Lauderhill, FL 33351-5572

#### Article VII

##### Incorporator

The name and address of the sole incorporator of this corporation are:

John R. Smith  
819 Northeast 8th Street  
Hallandale, FL 33009

#### Article VIII

##### Prohibitions

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, 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 Article III 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, 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 of 1986, or comparable provisions of subsequent legislation; or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation.

**Article IX**

**Dissolution**

Upon the dissolution 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 of 1986, or comparable provisions of subsequent legislation, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such 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 then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

The undersigned incorporator has executed these Articles of Incorporation this 16<sup>th</sup> day of September, 1996.

Signature of Incorporator:

John R. Smith as President  
John R. Smith

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NEWSPRINT  
TALLAHASSEE, FLORIDA

**Certificate of Designation  
of**

**Registered Agent and Registered Office**

Pursuant to the provisions of Section 617.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent/registered office in the State of Florida:


1. The name of the corporation is:

**Art Glass Guild Artisans, Inc.**

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

**Michael E. Walters, Esq.  
Attorney at Law  
8210 Northwest 49th Street  
Lauderhill, FL 33351-5572**

Having been named as Registered Agent to accept service of process for the above-named 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. I am familiar with and accept the obligations of my position as Registered Agent.

  
Michael E. Walters

September 6, 1996