

W96-18518

Office Use Only

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

1. THEATREWORKS ! of Central Florida
(Corporation Name) (Document #)
2. _____
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(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of State

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96 SEP 18 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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<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

9/20

W96-18518

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 5, 1996

STACY LEE DEZUTTER
221 SUMMERWOOD TRAIL
MAITLAND, FL 32751

SUBJECT: THEATREWORKS! OF CENTRAL FLORIDA
Ref. Number: W96000018518

We have received your document for THEATREWORKS! OF CENTRAL FLORIDA and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 396A00041506



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 16, 1996

THEATREWORKS
% STACEY DEZUTTER
221 SUMMERWOOD TRAIL
MAITLAND, FL 32751

SUBJECT: THEATREWORKS! OF CENTRAL FLORIDA, INC.
Ref. Number: W96000019474

We have received your document for THEATREWORKS! OF CENTRAL FLORIDA, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 896A00042898

Articles of Incorporation
of
TheatreWorks of Central Florida, Inc.
A Florida Nonprofit Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 18 AM 11:43

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Article 1. Name. The name of the Corporation is **TheatreWorks of Central Florida, Inc.**

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purposes. The purpose of the Corporation is as follows:

A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this Corporation are:

1. To provide opportunities for students aged 12 to 18 to participate in high quality theatrical productions;

2. In so doing, to contribute to the artistic, intellectual, and social enrichment of these students;

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations;

C. Provided, however, that the Corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations by the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered and to make payments and distributions in furtherance of its stated purposes.

Article 4. Members. The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Stacy Lee DeZutter	221 Summerwood Trail, Maitland, FL 32751
Donna Lee Betz	920 Carlson Drive, Orlando, FL 32804
Beryl Centko	5909 Tamanaco Trail, Orlando, FL 32817
Robert Reich	1874 Bramblewood Drive, St. Cloud, FL 34769

Article 5. Initial Registered Agent and Office. The initial registered agent is **Donald R. DeZutter** and the initial registered office is

Donald R. DeZutter at CBIS
Cincinnati Bell Information Systems, Inc.
285 International Parkway
Lake Mary, FL 32746

Article 6. Initial Board of Directors. The initial Board of Directors shall have 4 members whose names and addresses are:

<u>Name</u>	<u>Address</u>
Stacy Lee DeZutter	221 Summerwood Trail, Maitland, FL 32751
Donna Lee Betz	920 Carlson Drive, Orlando, FL 32804
Beryl Centko	5909 Tamanaco Trail, Orlando, FL 32817
Robert Reich	1874 Bramblewood Drive, St. Cloud, FL 34769

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the Bylaws but shall in no case be less than three.

Article 7. Officers. The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows.

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Stacy L. DeZutter	221 Summerwood Trail, Maitland, FL 32751
Secretary	Stacy L. DeZutter	221 Summerwood Trail, Maitland, FL 32751
Treasurer	Stacy L. DeZutter	221 Summerwood Trail, Maitland, FL 32751

Article 8. Incorporator. The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Stacy L. DeZutter	221 Summerwood Trail, Maitland, FL 32751

Article 9. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the Bylaws.

Article 10. Corporate Address. The street address and mailing address of the Corporation's initial principal office is 221 Summerwood Trail, Maitland, FL 32751.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 23rd day of August, 1996.

Stacy L. DeZutter

Acknowledged before me on August 23, by Stacy L. DeZutter who is personally known to me, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.



NOTARY PUBLIC - STATE OF FLORIDA
My Comm. Exp. 5/29/00
Bonded by State of Florida
No. 6558282
Elizabeth C. Kingsbury

Elizabeth C. Kingsbury
NOTARY PUBLIC-STATE OF FLORIDA

Name: Elizabeth C. Kingsbury
Commission No. 6558282
My Commission Expires: 5/29/00

I accept designation as registered agent:

Donald R. DeZutter
Donald R. DeZutter

FILED
96 SEP 18 AM 11:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

N 96000004903

March 18, 1997

Secretary of State
Division of Corporations
P. O. Box 0327
Tallahassee, FL 32314

FILED
97 MAR 26 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To whom it may concern:

Please find below an amendment to the Articles of Incorporation of TheatreWorks! of Central Florida, Inc., (Document # N96000004903). This amendment is written to conform with a request by the IRS, as we are seeking tax exempt status.

I have enclosed two copies of the amendment, as well as the \$35.00 filing fee. Please return one copy with an indication of some kind that the amendment has been properly filed and approved by your division.

Your assistance is appreciated. If there are any questions or concerns, please contact me as indicated below.

Stacy DeZutter
Executive Director
TheatreWorks! of Central Florida, Inc.
221 Summerwood Trail
Maitland, FL 32751

600002131106--7
-04/02/97--01044--002
*****35.00 *****35.00

(407) 339-7541
pager: (407) 643-1017

Thank you,

Stacy DeZutter
Stacy DeZutter

RECEIVED
97 MAR 24 AM 9:42
DIVISION OF CORPORATIONS

STACY GAVE
AUTHORIZATION BY PHONE TO
CORRECT ADD MEMBERS
DATE 3-26
DOC. EX. 3/26

45 money
3/26



Dear Louise:

I mailed an amendment to our articles of incorporation on Thursday, March 20, but inadvertently left out the filing fee, which is here enclosed. I realize it may be difficult to track down this document, but if you can help, I'd greatly appreciate it. (We are on a tight timeline with the IRS.) ~~The~~

Thank you,

Stacy DeZutter

Executive Director

TheatreWorks! of Central Florida, Inc.
(407) 339-7541

Amendment 1 to the Articles of Incorporation for TheatreWorks! of Central Florida

This amendment was approved by written consent of the Board of Directors on March 17, 1997. Beryl Centko, Donna Lee Belz, and Stacy DeZutter approved the amendment. This constitutes a majority vote for the amendment, by which the amendment passes. The Board of Directors is composed of all the members of the corporation.

The undersigned authorily, acting as President and Secretary of TheatreWorks! of Central Florida, Inc., a Florida nonprofit corporation and pursuant to Chapter 617.1006(1)(Florida Statutes) hereby adopts the following Article of Amendment for the Corporation, and would state as follows:

Amendment 1. Clarification of Non-Profit Status and Dissolution Procedures as Needed to Meet the Organizational Test for Exemption Under Section 501(c) (3) of the Internal Revenue Code

- A. TheatreWorks! is organized exclusively for charitable, and educational purposes, including for such purposes the making of distributions to organization that qualify as exempt organization under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.
- B. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, board of directors, 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 cause 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.
- C. 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 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 purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

In Witness Whereof, the undersigned, as the President and Secretary of this Corporation, have executed this Article of Amendment.

Stacy DeZutter
President

Stacy DeZutter
Secretary

State of Florida, County of Seminole

TheatreWorks! of Central Florida, Inc.
• 221 Summerwood Trail
Maitland, FL 32751
• (407) 339-7541