

2
N97000006888

Charter Number Only

12/5/97-

Requestor's Name
Address
City State ZIP Phone

BRZ

VALIDATION ONLY

FILED

97 DEC 11 AM 11:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100002365211--7
-12/08/97--01031--017
***122.50 ***122.50

CORPORATION(S) NAME

Work of Art, Inc.

RECEIVED
97 DEC -8 AM 10:24
DIVISION OF CORPORATION

- ☒ Profit
☐ NonProfit
☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☒ Certified Copy
☐ Call When Ready
☒ Walk In
- ☐ Amendment
☐ Dissolution
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call If Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of Registered Agent
☐ Certificate Under Seal
☐ After 4:30
☒ Pick Up
☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

2544
W97-27344

Certified
Copy



Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 8, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: WORK OF ART, INC.
Ref. Number: W97000027344

We have received your document for WORK OF ART, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 197A00057771

RECEIVED
97 DEC 11 AM 9 57

Articles of Incorporation of

THE ARTIST WITHIN, INC.

FILED
97 DEC 11 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the Incorporator for the purposes 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 shall be:

THE ARTIST WITHIN, INC.

Article II

Purposes

The specific purposes for which the corporation is organized are as follows:

- 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.
- 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 Internal Revenue Code of 1986, or comparable provisions of subsequent legislation, with all the powers conferred on not for profit corporations under the laws of the State of Florida.

- D. A not for profit organization dedicated to providing greater opportunities for cultural stimulation, exposure and enrichment of the visual arts and the performing arts.
- E. To foster individual artistry in the visual arts and the performing arts through mentorship with artists from the community.
- E. To provide artist mentorship programs to individuals in residential and non-residential settings and agencies, including schools, educational associations, assisted living facilities, treatment centers, hospices, outreach programs and shelters.
- F. To collaborate with existing arts programs to provide artist mentorship in the visual arts and the performing arts.
- G. To produce special events--such as exhibitions, performances and readings-- to honor the work created by the artists participating in the program.
- H. To establish funding for the advancement of an artist mentorship program in the visual arts and the performing arts.

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 thereafter 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 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 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 of 1986, or the corresponding section of any future federal income tax code, or (b) by a Corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, or the corresponding section of any future federal income tax code.

Article IV

Nonstock Membership Corporation

The Corporation shall be organized as a nonstock corporation. Qualifications for members and the manner of their admission 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 or appointed shall be set forth in the Bylaws.

Article VI

Registered Office and Registered Agent

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

Registered Office: 1350 E. Sunrise Blvd.
Suite 121
Ft. Lauderdale, FL 33304

Registered Agent: Susan Michele

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:

Barbara Walker
3045 Center Ave.
Ft. Lauderdale, FL 33308

and

Susan Michele
3300 Port Royale DR N #321
Ft. Lauderdale, FL 33308

and

Patricia Belmar Hepburn
7441 NW 15th Street
Plantation, FL 33313

Article VIII

Incorporators

The name and address of the Incorporator executing these Articles of Incorporation is:

Susan Michele
3300 Port Royale DR N #321
Ft. Lauderdale, FL 33308

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 such organization or organizations existing and operating exclusively for charitable, scientific, literary or educational purposes and at that time qualified as an exempt organization or organizations under 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 such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

The undersigned incorporator has executed these Articles of Incorporation this 31st day of DECEMBER, 1997, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.

SUSAN MICHELE

Name of Incorporator

[Signature]

Signature of Incorporator

**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:

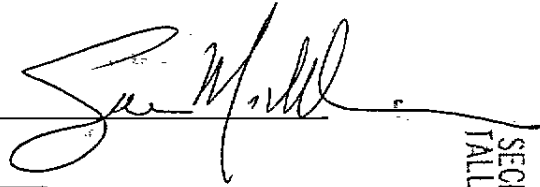
1. The name of the corporation is: THE ARTIST WITHIN, INC.
2. The name and address of the registered agent and office are:

Susan Michele
1350 E. Sunrise Blvd.
Suite 121
Ft. Lauderdale, FL 33304

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.

Signature of Registered Agent: _____

Dated: 12/5/97



FILED
97 DEC 11 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA