



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 676004 80989A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizzuto

ORDER DATE : January 21, 1998

ORDER TIME : 11:42 AM

ORDER NO. : 676004-005

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CUSTOMER NO: 80989A

CUSTOMER: Stephen L. Evans, Esq
STEPHEN L. EVANS, ESQ

104 North Thomas Street

Plant City, FL 33566

DOMESTIC FILING

NAME: PLANT CITY CHILDREN'S CHOIR,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

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**ARTICLES OF INCORPORATION
OF
PLANT CITY CHILDREN'S CHOIR, INC.**

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation shall be Plant City Children's Choir, Inc.

The principal address of the corporation at the time of incorporation is 1509 North Maryland Avenue, Plant City, County of Hillsborough, Florida 33566.

ARTICLE II. DURATION

The duration of this corporation is perpetual unless dissolved according to law.

Corporate existence shall commence on the date these articles of incorporation are filed by the Department of State.

ARTICLE III. PURPOSE

(a) The specific and primary purpose for which this corporation is organized is to provide educational and community service for its members and its community. This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the internal Revenue Code, or

the corresponding section of any future federal tax code.

(b) The general purposes for which this corporation is organized are: to educate, maintain, and operate a children's choir, facilities, buildings, and areas of every kind, for the benefit of its members and children within its geographic area.

(c) This corporation is formed and shall be operated exclusively for pleasure, recreation, educational, community service and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any member, trustee, or officer of the corporation except as provided by law.

(d) This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.021 of the Florida Not For Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (a) through (c) of this Article III.

ARTICLE IV. QUALIFICATION AND ADMISSION OF MEMBERS

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the bylaws of this corporation.

ARTICLE V. REGISTERED AGENT AND REGISTERED OFFICE

The name of the corporation's initial registered agent and street address of the corporation's initial registered office are:

Leasa M. Gowett
1509 North Maryland Avenue
Plant City, Florida 33566

ARTICLE VI. FIRST BOARD OF DIRECTORS

The following five (5) persons shall serve the corporation as directors until the first annual meeting or other meeting called to elect directors:

Leasa M. Gowett
1509 North Maryland Avenue
Plant City, Florida 33566

Margaret Fenner
3102 Emerson Place
Plant City, Florida 33567

Linda Jarvis
708 North Warnell Street
Plant City, Florida 33566

Marie Coleman
817 Russell Street
Plant City, Florida 33566

Nina Wolfson
6711 Maybole Place
Temple Terrace, Florida 33617

ARTICLE VII. BASIS UNDER WHICH CORPORATION ORGANIZED

This corporation is organized under a nonstock basis.

The corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Section 617.01 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members, directors or managers or trustees, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act, 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 (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 provisions 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.

Notwithstanding any other provision of these articles, 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.

ARTICLE VIII. MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of five (5) directors. The number of directors provided for in these Articles of Incorporation may be changed by a bylaw adopted by the board of directors or members entitled to vote.

(b) Election of Directors. The method of electing directors shall be as set forth in the bylaws.

(c) Elective Officers. The officers of this corporation shall be a president, a vice-president, a secretary, and a treasurer. Other offices and officers may be established or appointed by the members of this corporation at any regular annual meeting or any special meeting of members called for such purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is as follows:

Leasa M. Gowett
1509 North Maryland Avenue
Plant City, Florida 33566

ARTICLE X. INCOME FROM PUBLIC EVENTS

If this corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to such participation by nonmembers will be paid over to an organization that is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 on an annual basis,

unless this corporation itself is a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE XI. BYLAWS

Bylaws will be hereafter adopted at the first meeting of the board of directors. Such bylaws may be amended, repealed, in whole or in by the members or by the directors in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of this corporation.

ARTICLE XII. AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of the voting members of the corporation.

ARTICLE XIII. DISTRIBUTION ON DISSOLUTION

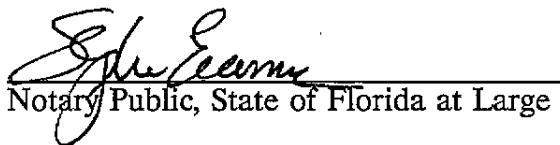
Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on January 17, 1998.


Leasa M. Gowett Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, personally appeared Leasa M. Gowett. to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on January 17, 1998.


Notary Public, State of Florida at Large



STEPHEN L EVANS
My Commission CC377646
Expires Jun. 17, 1998
Bonded by ANB
800-852-5878

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 21 PM 1:53

**Certificate Designating Place of Business or Domicile
for the Service of Process Within This State,
Naming Agent Upon Whom Process May be Served**

In compliance with Section 48.091, Section 617.0202 and Section 617.0501, Florida Statutes, the following is submitted:

That Plant City Children's Chior, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 1509 North Maryland Avenue, Plant City, State of Florida, 33566 has named Leasa M. Gowett, located at 1509 North Maryland Avenue, Plant City, State of Florida, 33566 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



Leasa M. Gowett - Registered Agent