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February 4, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: TARPON SPRINGS CHORAL BOOSTERS, INC.

Dear Sir:

Enclosed please find original Articles of Incorporation regarding the above captioned matter. Also enclosed is our check in the amount of \$122.50 which represents the following:

Filing Fee	\$35.00
Certified Copy Fee	52.50
Registered Agent Fee	35.00

Please file these Articles, certify them and return the certified copy to my office.

If you have any questions or require any additional information, please call my office. Thank you in advance.

Sincerely,

Jay W. Moreland
JAY W. MORELAND
Attorney at Law

FILED
98 FEB -9 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

grt
Encs.

2/10/98-JEM

ARTICLES OF INCORPORATION

OF

TARPON SPRINGS CHORAL BOOSTERS, INC.
(A Corporation Not For Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, make, subscribe, acknowledge and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of this corporation shall be TARPON SPRINGS CHORAL BOOSTERS, INC., and the residence and mailing address shall be 1411 South Gulf Road, Tarpon Springs, Florida 34689.

ARTICLE II - PURPOSE

a] This corporation is organized and shall be operated exclusively for charitable, religious, educational and scientific purposes, including, among other things, educational purposes related to services to the needy, and the methods and tools used to accomplish same. As a means for the accomplishment of the foregoing, it shall be within the purposes of this corporation to establish and maintain charitable, educational and scientific research activities, agencies, and institutions, and the aid of such activities, agencies, and institutions already established and any other means, persons, or agencies which, from time to time, shall seem expedient to its members or directors and which shall further the purpose of this corporation.

b] It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, scientific or educational purposes either directly or by contributions to organizations exempt under Section 501(c)(3) of the Internal Revenue Code and the regulations thereunder.

c] No part of the net earnings of this corporation shall inure to the benefit of any member, director or officer of this corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no member, director or officer of this corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

d] Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and the regulations issued thereunder.

e] Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would qualify for the provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations issued thereunder; and no member, director, officer or private individual shall be entitled to share in the distributions of any assets.

ARTICLE III - MEMBERSHIP

The members of this corporation shall consist of those persons who join as subscribers to these Articles of Incorporation, and such other persons as may from time to time be elected and admitted to membership by the Board of Directors of this corporation in accordance with the provisions of the By-Laws of this corporation.

ARTICLE IV - DURATION

This corporation shall have perpetual existence, commencing with the filing of these papers.

ARTICLE V - OFFICERS AND DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors who shall be elected by the members of this corporation as provided in the By-Laws, and by officers who shall be elected by the members of this corporation as provided in the By-Laws. The officers to be elected shall be a President, a Vice-President, a Secretary and a Treasurer and such other officers as may be provided for in the By-Laws of the corporation. Two or more offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of this corporation shall be provided in the By-Laws.

The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the By-Laws of this corporation. The number shall not be less than three nor more than fifteen. Directors meetings may be held within or without the State of Florida. Directors shall be members of this corporation.

The names and addresses of the directors to these Articles of Incorporation are as follows:

KAREN DAYVAULT-3041 Ennis Glen Dr., Palm Harbor, Florida 34683
RHONDA MABEY-946 16th St., Palm Harbor, Florida 34683
SANDY BEVERLY-4473 Summerlake Dr., New Port Richey, Florida 34653

ARTICLE VI - SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

CHARLES CHEESEMAN-1411 South Gulf Rd., Tarpon Springs, Florida 34689

ARTICLE VII - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 1411 South Gulf Rd., Tarpon Springs, Florida, 34689, and the initial registered agent of this corporation at such office shall be CHARLES CHEESEMAN. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VIII - OFFICERS

The names and addresses of the officers of this corporation who, subject to these Articles, and the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of this corporations existence, or until an election is held by the members of this corporation for the election of permanent officers, or until their successors have been duly elected and qualified are:

President: KAREN DAYVAULT
Vice-President: RHONDA MABEY
Secretary: SANDY BEVERLY
Treasurer: SANDY BEVERLY

ARTICLE IX - POWERS

This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable, scientific, and educational purposes for which this corporation is organized.

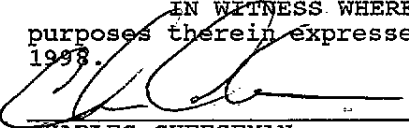
ARTICLE X - BYLAWS

The initial Bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the Directors of this corporation present at any meeting of the Directors duly called and convened.

ARTICLE XI - AMENDMENTS TO ARTICLES

The power to alter, amend or repeal the Articles of Incorporation of this corporation is vested in the Board of Directors. Such action must be taken pursuant to a resolution approved by a majority of the Directors.

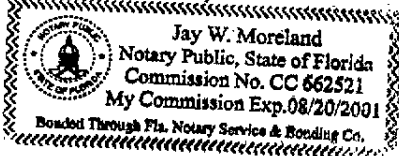
IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the uses and purposes therein expressed, under the laws of the State of Florida, this 3rd day of ~~January~~, ^{February} 1998.



CHARLES CHEESEMAN

STATE OF FLORIDA
COUNTY OF PINELLAS

On this 3rd day of ~~January~~, ^{February} 1998, before me, the undersigned authority, personally appeared, CHARLES CHEESEMAN, who produced his driver's license as identification and whose name is subscribed to this written instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



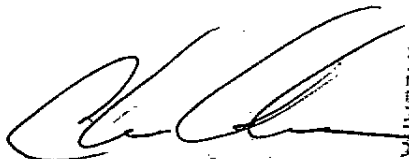

JAY W. MORELAND
NOTARY PUBLIC, STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted. TARPON SPRINGS CHORAL BOOSTERS, INC., desiring to organize under the Laws of the State of Florida with the registered office at 1411 South Gulf Road, Tarpon Springs, Pinellas County, State of Florida, has named CHARLES CHEESEMAN as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


CHARLES CHEESEMAN

FILED
98 FEB -9 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA