

N98000001529

THE LAW OFFICE OF
L E O C. M c K I N N E Y, E S Q.
ATTORNEY & COUNSELOR AT LAW

Tampa

St. Petersburg

Clearwater

New Port Richey

Tarpon Springs

Tampa Office:

3333 Henderson Boulevard
Suite 150, Florida Central Credit Union Bldg.
Tampa, Florida 33609
Telephone/Fax: (813) 877-4357/ 875-2013
January 8, 1999

Clearwater Office:

3023 Eastland Boulevard
Suite H-109, Northwood Professional Plaza
Clearwater, Florida 33761
Telephone/Fax: (727) 725-9375/ 725-9566

Reply To Clearwater Office Only:

Florida Department of State, Division of Corporations
Attn: Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

900002737129--4
-01/11/99--01135--006
*****35.00 *****35.00

Re: **ONE-ELEVEN MAIN STREET CORP., (A Florida Corporation Not For Profit);**
Filed March 10, 1998 (Document No. N98000001529)

Dear Sir or Madam:

Enclosed please find this firm's check in the amount of \$35.00 and the original (together with one copy) of **Restatement Of Articles Of Incorporation** for the above-referenced corporation. Accordingly, please file the original and send me the date-stamped copy with your letter of confirmation as soon as possible.

If you have any questions in these matters, please do not hesitate to call me. Thank you for your assistance herein.

Sincerely,


L. Gregg McKinney

Encl.
LCM/pb

FILED
99 FEB -1 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Restat
TLA FEB 1 1999

THE LAW OFFICE OF
LEO C. MCKINNEY, ESQ.
ATTORNEY & COUNSELOR AT LAW

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Reply To Clearwater Office Only:

January 28, 1999

Ms. Thelma Lewis, Corporate Specialist Supervisor
FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: ONE-ELEVEN MAIN STREET CORP.;
Ref. Number: N98000001529

Dear Ms. Lewis:

Pursuant to your letter of instruction dated January 20, 1999 (a copy of which is enclosed herein), enclosed please find the above-referenced corporation's **Certificate For Restated Articles Of Incorporation**. Based upon your instructions and the submission of this enclosure, please go ahead and file the previously submitted **Restated Articles of Incorporation** for the subject corporation.

Thank you for your continued courtesy and cooperation in these matters.

Sincerely,


Leo C. McKinney

Encl
LCM/lcm



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 20, 1999

LEO C. MCKINNEY, ESQ.
3023 EASTLAND BLVD.
SUITE H-109, NORTHWOOD PROFESSIONAL PLZ.
CLEARWATER, FL 33761

SUBJECT: ONE-ELEVEN MAIN STREET CORP.
Ref. Number: N98000001529

We have received your document for ONE-ELEVEN MAIN STREET CORP. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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 (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 499A00002702

RECEIVED
99 FEB - 1 PM 1:25
DIVISION OF CORPORATIONS

RESTATEMENT OF ARTICLES OF INCORPORATION
OF
ONE-ELEVEN MAIN STREET CORP.

A FLORIDA CORPORATION NOT FOR PROFIT

99 FEB - 1 PM 3:26
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Article I. CORPORATE NAME AND ADDRESS OF PRINCIPAL OFFICE

The name of this corporation is **ONE-ELEVEN MAIN STREET CORP.**, and the mailing address and location of the corporation's principal office is **1113 Ohio Avenue, No. 204, Dunedin, Florida 34698.**

Article II. DURATION

The duration of this corporation is perpetual, with the corporate existence to commence effective on **March 10, 1998.**

Article III. STATEMENT OF CORPORATE NATURE

This is a corporation not for profit organized solely for general charitable purposes pursuant to the Florida Not For Profit Corporation Act, Florida Statutes sections 617.001-617-.2101.

Article IV. MISSION AND PURPOSES

The organization shall plan and implement comprehensive, coordinated programs on an ongoing basis which are aimed at providing financial support and other resources to qualified applicants making the transition to full-time self-employment in music or in any of the fine arts. The general purposes for which this corporation is formed are to operate exclusively for such, charitable, social and educational purposes as will qualify it as an exempt organization under Section 501(c) (3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, including, for such purposes the making of distributions to organizations qualifying as tax-exempt organizations under that Code.

This corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene, by publication or distribution of any statements or otherwise, in any political campaign on behalf of any candidate for public office.

ARTICLE V. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE VI. MEMBERSHIP

The corporation shall have a membership distinct from the board of directors. Any person or entity paying dues or fees as provided for in the bylaws and agreeing to be bound by the articles of incorporation of this corporation, by its bylaws, and by such rules and regulations as the directors may from time to time adopt, is eligible for membership in the corporation. The directors shall from time to time prescribe the form and manner in which application may be made for membership.

ARTICLE VII. NAME AND LOCATION OF INITIAL REGISTERED AGENT

The street address of the initial registered agent of the corporation is in the County of Pinellas: **1113 Ohio Avenue, No. 204, Dunedin, Florida 34698.**

The name of the initial registered agent at the aforesaid address is: **Laura Long.**

ARTICLE VIII. INITIAL DIRECTORS

There shall be five (5) directors constituting the initial board of directors or trustees, and directors shall be elected or appointed in accordance with the bylaws. The name and address of each person who is to serve as an initial director or trustee is :

1. **Laura Long, 1113 Ohio Avenue, No. 204, Dunedin, Florida 34698**
2. **Chuck Didriksen, 1121 McFarland Street, Dunedin, Florida 34698**
3. **Paul Anderson, 3144 Chatwin Avenue, Long Beach, California 90888**
4. **Amy Milchanowski, 1361 Ohio Avenue, Dunedin, Florida 34698**
5. **L. Cregg McKinney, 2594 Anderson Drive West, Clearwater, Florida 33761**

ARTICLE IX. INCORPORATOR

The name and address of the incorporator of this corporation is:

Laura Long, 1113 Ohio Avenue, No. 204, Dunedin, Florida 34698

ARTICLE X. MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors or trustees. The number of directors of the corporation shall not be less than five (5); provided, however, that such number may be changed by a bylaw duly adopted by the members.

The board of directors shall designate the time and place of the first meeting of members and shall elect such officers as it deems appropriate for the management of the affairs of this corporation. Until such election is held, the following persons shall serve as corporate officers:

President:

Laura Long, 1113 Ohio Avenue, No. 204, Dunedin, Florida 34698

Vice President:

Laura Long, 1113 Ohio Avenue, No. 204, Dunedin, Florida 34698

Secretary:

Laura Long, 1113 Ohio Avenue, No. 204, Dunedin, Florida 34698

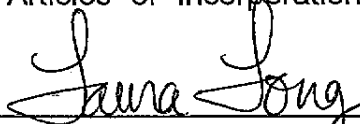
Treasurer

Laura Long, 1113 Ohio Avenue, No. 204, Dunedin, Florida 34698

ARTICLE XI. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation organized and operated exclusively for charitable purposes which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

I, the undersigned incorporator of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of the state of Florida have executed this Restatement of Articles of Incorporation on this 7th day of January, 1999.

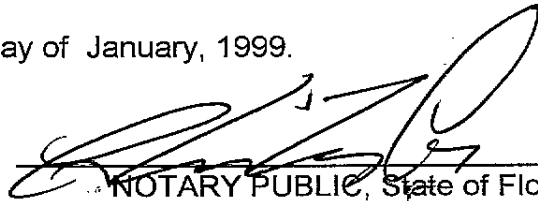


LAURA LONG, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, this day personally appeared **LAURA LONG**, who, first being duly sworn deposes and states that he is the above-named Incorporator and that she executed the foregoing for the purposes therein expressed. Affiant is personally known to me.

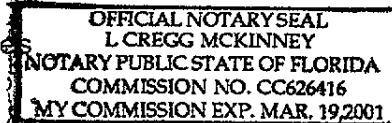
Dated this 7th day of January, 1999.



NOTARY PUBLIC, State of Florida


Name Printed:

My Commission Expires



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE
ARTICLES OF INCORPORATION

I, **LAURA LONG**, having been duly designated as the initial registered agent in the above and the foregoing article, am familiar with and accept the obligations of the position of registered agent under Chapter 617, Florida Statutes and agree to be bound by the same.



LAURA LONG, Registered Agent


Florida Department of State, Division of Corporations
Attn: Amendment Section
P. O. Box 6327
Tallahassee, Florida 32314

Re: ONE-ELEVEN MAIN STREET CORP.
Ref. No.: N98000001529

Certificate for Restated Articles of Incorporation

The attached Restated Articles of Incorporation of ONE-ELEVEN MAIN STREET CORP. was adopted by the board of directors on January 7, 1999, which amendments do not require member approval.

Dated this 27th day of January 1999.

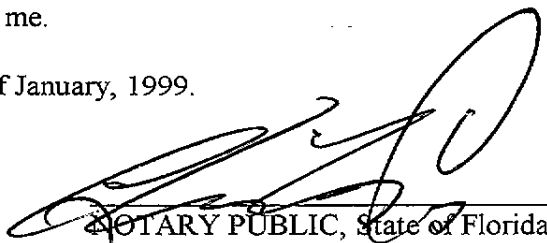


LAURA LONG, President

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, this personally appeared **LAURA LONG**, who, first being duly sworn deposes and states that she is the above-named Incorporator and that she executed the foregoing for the purposes therein expressed. Affiant is personally known to me.

Dated this 27th day of January, 1999.



NOTARY PUBLIC, State of Florida
Name Printed:
My Commission Expires:

OFFICIAL NOTARY SEAL
L CREGG MCKINNEY
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC626416
MY COMMISSION EXP. MAR. 19, 2001