

Charter Number Only

MP9000002646

Requester Name
Address
City State ZIP Phone

ONLY

200002855992--8
-04/29/99--01040--011
*****78.25 *****78.25

CORPORATION(S) NAME

Arts Exchange, Inc.

99 APR 29 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

- ☒ 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

RECEIVED
99 APR 29 AM 9:38
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
CERTIFIED COPY

Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION
OF
Arts Exchange, Inc.**

The undersigned, acting as Incorporator for the purpose 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

The name of the Corporation is

Arts Exchange, Inc.

ARTICLE II

PURPOSE

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

2.1 To receive and to administer funds and to operate exclusively for religious, charitable, scientific, literary or 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 in carrying out one or more such purposes.

2.2 To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the Corporation.

2.3 To do such things and to perform such acts to accomplish its purposes as the Board of Trustees may determine to be appropriate and as are not forbidden by Section 501 (c)(3) of the code, with all powers conferred on nonprofit corporations under the laws of the State of Florida.

2.4 Arts Exchange is a not-for-profit cultural organization conceived and directed by young artists, whose mission is:

- a) To promote interaction and collaboration between artists in different disciplines, developing creative partnerships between the visual and performing arts.
- b) To encourage the strengthening of artistic voices through the exploration of both historical and intuitive connections between art forms.
- c) To use the power of art to provoke communication and understanding in our society.

FILED
99 APR 29 AM 10:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

d) To create a unique forum for fostering connections among artists, and between artists and the public.

e) To develop new and diverse audiences for the arts; to build an ongoing and uniquely personal relationship between artists and the community.

ARTICLE III

POWERS

3.1 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 hereafter 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.

3.2 The Corporation is organized not for profit and no part of the income of said Corporation shall ever be distributed to or ensure to the benefit of any member, trustee or officer; provided, however, that compensation in reasonable amounts may be paid for services rendered, that benefits may be conferred and that distributions may be made in accordance with Section 617.11(1).

3.3 Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the Code and the Treasury Regulations promulgated thereunder as they now exist or as they may be hereafter amended, (ii) by an organization contributions to which are deductible under Section 170 of the Code and the Treasury Regulations promulgated thereunder as they now exist or as they may be hereafter amended, or (iii) by a not for profit corporation organized under the laws of Florida as they now exist or as they may be hereafter amended.

ARTICLE IV

NONSTOCK MEMBERSHIP CORPORATION

The Corporation shall be organized as a nonstock membership corporation. Qualifications for members and the manner of their admission to membership in the Corporation shall be as regulated by the Bylaws of the Corporation.

ARTICLE V

BOARD OF TRUSTEES

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 Trustees, 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 Trustees 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 trustees 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 is:

Kim Ray Krupnick
1350 East Sunrise Blvd., Box 146
Fort Lauderdale, FL 33304-2815

The principal office of the corporation shall be at the same address.

ARTICLE VII

INITIAL BOARD OF TRUSTEES

The names and addresses of the persons who are to constitute and serve as the initial Board of Trustees of the Corporation are:

Kim Ray Krupnick
421 NE 14 Avenue
Fort Lauderdale, FL 33301

Laura Downes
25 Fordham Street
City Island, NY 10464

Ellen Marshall
624 SW 11 Court
Fort Lauderdale, FL 33315

ARTICLE VIII

INCORPORATOR

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

Kim Ray Krupnick
421 NE 14 Avenue
Fort Lauderdale, FL 33301

ARTICLE IX

BYLAWS

The power to adopt, change, amend and repeal the Bylaws of the Corporation shall be vested solely in the Board of Trustees 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 Trustees 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 Code. Any 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 located, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE XII

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed 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 the 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, 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.

Registered Agent

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has hereunto set her hand and seal this 28 day of APRIL, 1999, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.



Name
Incorporator/~~Resident Agent~~

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Kim Ray Krupnick

1. { } to me personally known to be the person described herein and who executed the foregoing instrument, and acknowledged under oath that he executed the same.

OR

2. { } who produced identification in the form of _____ and acknowledged under oath before me that he executed the same.

WITNESS my hand and official seal in the County and State aforesaid this _____ day of _____, 1999.

Notary Public

(Type/print Name of Notary)

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

Kim Ray Krupnick, is an individual residing within the state and maintaining a business office identical with the registered office located at 1350 East Sunrise Boulevard, ~~Box 448~~, Fort Lauderdale, Florida 33304 and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Kim Ray Krupnick

APRIL 28, 1999
Date:

FILED
99 APR 29 AM 10:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA