

N 99000004927

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

850-222-2785

City/St/Zip

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- LEMON BAY MUSIC ARTS FOUNDATION, INC.

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
99 AUG 18 PM 12:30
DEPARTMENT OF STATE
DIVISION OF CORPORATE &
TALLAHASSEE, FLORIDA

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FILED
99 AUG 18 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

gxc
8/18

ARTICLES OF INCORPORATION
OF
LEMON BAY MUSIC ARTS FOUNDATION, INC.
(A NONPROFIT FLORIDA CORPORATION)

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99 AUG 18 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is LEMON BAY MUSIC ARTS FOUNDATION, INC. The principal office and mailing address of this corporation is 1861 Placida Road, Suite 204, Placida, Florida 342223.

ARTICLE II

This is a non-profit corporation organized solely for charitable purposes.

ARTICLE III

This corporation shall exist perpetually.

ARTICLE IV

The purposes for which the corporation has been organized are as follows:

- A. The corporation has been organized and shall be operated exclusively for musical and educational purposes.
- B. The corporation may own or acquire property, real, personal and mixed, either by gift or purchase, for the use and benefit of the corporation in the furtherance of its objects; and may build, construct, equip and maintain such buildings, structures and rooms as may from time to time be necessary to meet its requirements.
- C. The corporation may exercise all the rights, privileges and powers, and have the benefits of such immunities as may be given to or enjoyed by educational, musical or charitable institutions under the law of the State of Florida; and, except as provided in subsection E, hereafter, by the enumeration of special power herein no limitation is intended or shall be held to be placed on the right of the corporation to exercise any and all rights, powers and privileges permissible under the laws of the State of Florida.
- D. This corporation has been formed to receive and administer funds exclusively for educational, musical and charitable purposes without pecuniary gain or profit, incidental, or otherwise to its members.
- E. This corporation is formed to carry on any activity and to deal with and expend any of its property or income therefrom for any of the foregoing purposes without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, the Articles of Incorporation, the Bylaws of the corporation, or any other limitations as are prescribed by law. However, no such activity shall be such as is not permitted by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or any corresponding future provision of the Revenue Code, and the corporation shall not attempt to influence legislation by propaganda or otherwise, nor shall it

intervene in, or participate in, any political campaign on behalf of any candidate for public office. No part of the net earnings of this corporation shall enure to the benefit of any member or private individual and no member, director or officer of the corporation shall receive any pecuniary benefit from the corporation, except such reasonable compensation as may be allowed for services actually rendered to the corporation.

ARTICLE V

This corporation shall be authorized to issue membership certificates. A person may become a member of this non-profit corporation under such conditions as may be prescribed by the By-Laws, provided, however, not less than \$10.00 shall ever be charged as a membership fee.

ARTICLE VI

The affairs of the corporation are to be managed initially by a Board of Directors of not less than one (1) nor more than seven (7) Directors who will be elected each year, at such time as an election is called.

ARTICLE VII

The names of the initial officer and director who is to serve until the first election or appointment under these Articles of Incorporation is:

Names

Addresses

C. Guy Batsel

1861 Placida Road, Suite 204
Englewood, Florida 34223

ARTICLE VIII

The By-Laws of the corporation are to be made, altered or rescinded by a majority vote of the Board of Directors of the corporation.

ARTICLE IX

Amendments to these Articles of Incorporation may be proposed and adopted as follows:

An Amendment may be proposed by either the Board of Directors or by any member and may be considered at any meeting of the Board of Directors, regular or special, or which due notice has been given according to the By-Laws, which includes a notice of the substance of the proposed amendment.

The Amendment must be approved by a vote of a majority of the Board of Directors of the corporation.

ARTICLE X

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation, or, as the Board of Directors shall determine, transfer, such assets to such organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended; provided, however, that

a description of the proposed manner of distribution, including the names of the organizations to which the Board of Directors proposes to distribute assets, shall be submitted to the members of the corporation for approval or rejection prior to the effectuation of the actual distribution, and no distribution shall be made without prior approval thereof by the members. Any such assets not disposed of shall be disposed of by the appropriate court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court, shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XII

This corporation shall have all the powers permitted by law together with such additional specific powers as are contained in the By-Laws.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 16th day of August, 1999.

Witnesses:

Peggy S. Promey

C. Guy Batzel
C. Guy Batzel

Jennifer Lyons

STATE OF FLORIDA
COUNTY OF CHARLOTTE

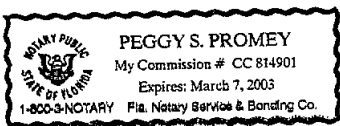
Before me, the undersigned, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared C. GUY BATSEL, known to me and known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and seal this 16th day of Aug., 1999.

Peggy S. Promey
Notary Public - State of Florida

(AFFIX SEAL)

My Commission Expires:



CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS

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

LEMON BAY MUSIC ARTS FOUNDATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Englewood, County of Charlotte, State of Florida, has designated C. GUY BATSEL, whose street address is 1861 Placida Road, Suite 204, Englewood, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



C. Guy Batzel

FILED
99 AUG 18 PM 2:38
TALLAHASSEE, FLORIDA