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TRANSMITTAL LETTER

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-10/15/99-01062--007
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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: DANCE AVANT INC.
(Proposed corporate name - must include suffix)

FILED
99 OCT 15 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: The Dance Centre
Michael D. LEE - Artistic Director
Name (Printed or typed)
28 1/2 Palafox Pl.
Address
Pensacola, FL
City, State & Zip
850-438-2825.
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

T. Burch OCT 20 1999

FILED
99 OCT 15 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Dance Avant Inc.

A NON-PROFIT CORPORATION

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of this corporation shall be:

DANCE AVANT, INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

28 ½ Palafox Place
Pensacola, FL 32501
(850) 438-2825

ARTICLE III PURPOSE(S)

The specific purposes for which this corporation is organized are to enhance the quality, creativity and education of dance.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as stated in the Bylaws.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

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

MICHAEL D. LEE
28 ½ Palafox Place
Pensacola, FL 32501
(850) 434-2825

ARTICLE VI INITIAL DIRECTORS

The number of initial directors of this corporations is three. Their names and address are as follows:

- (1) MICHAEL D. LEE (President)
28 ½ Palafox Place
Pensacola, FL 32501
- (2) VALERIE HAWKINS (Vice-President)
28 ½ Palafox Place
Pensacola, FL 32501
- (3) ANNETTE EDGE (Treasurer)
28 ½ Palafox Place
Pensacola, FL 32501

ARTICLE VII DURATION OF CORPORATION

The period of duration of this corporation is perpetual.

ARTICLE VIII MEMBERSHIP

The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the rights and obligations of members shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of this state.

ARTICLE IX ADDITIONAL PROVISIONS

Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed

for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

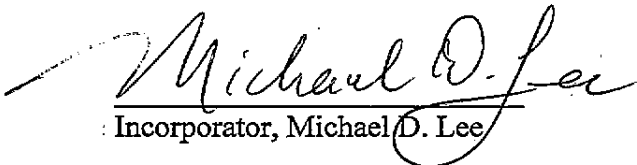
No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.


The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.


Incorporator, Michael D. Lee

10/13/99
Date

REGISTERED AGENT STATEMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I familiar with and accept the obligations of my position as registered agent.


Registered Agent, Michael D. Lee

10/13/99
Date