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October 14, 1999

PLEASE REPLY TO: *Port St. Lucie*

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32314

3000003012063--9  
-10/19/99-01038--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Footlites Sr. Dance Troupe

Dear Ladies and Gentlemen:

Please find enclosed the Articles of Incorporation for the above referenced dance troupe along with a check in the amount of \$78.75 as filing fees and for a certified copy returned.

If you require additional information or have any questions, please do not hesitate to contact me.

I am

Very truly yours,

  
Padrick A. Pinkney

Mr Pinkney GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT add suffix  
DATE 10-21-99  
DOC. EXAM 7c

F. CHESSE

OCT 21 1999

**ARTICLES OF INCORPORATION**  
**FOR**  
**THE FOOTLITES SR. DANCE TROUPE ,INC.**  
**A FLORIDA NONPROFIT CORPORATION**

***ARTICLE I***  
**Corporate Name**

The name of this Corporation is **The Footlites Sr. Dance Troupe, INC.**

***ARTICLE II***  
**Duration**

The term of existence of this Corporation is perpetual.

***ARTICLE III***  
**General and Specific Purposes**

The purposes for which this Corporation is formed are as follows:

- A. To be a non-profit corporation organized under Chapter 617, Florida Statutes and to exercise all rights and powers conferred by the laws of the State of Florida upon the non-profit corporation;
- B. To educate senior citizens in the art of tap dancing; to entertain audiences of all ages; to enhance the cultural climate of the community and to promote the physical fitness and mental wellbeing of all members;
- C. To exist within the meaning of Section 501 of the Internal Revenue Codes (or corresponding sections of any future Federal tax code); and

***ARTICLE IV***  
**Membership**

This Corporation is organized and shall operate on a nonstock basis. However, this Corporation may issue certificates of membership and shall have voting members. Membership requirements shall be determined by the Board of Directors and set forth in

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TALLAHASSEE, FLORIDA

the By Laws. The voting members shall elect a board of directors who shall govern the corporation.

## **ARTICLE V**

### **Management of Corporate Affairs**

A. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors, consisting of not less than three (3) persons. The initial number of Directors of the Corporation shall be seven (7), provided however, that such number and classification of Director may be changed by a By-Law duly adopted by the Board of Directors.

B. The Directors named herein as the first Board of Directors shall hold office until the term under which they are presently serving expires.

C. Directors shall serve staggered terms so that no more than one plus one-half (1+1/2) of future Boards will be elected in any given year. As the first Board of Directors' terms expire, new Directors will be elected at the annual meetings. Directors, with the exception of the first Board of Directors, shall serve for a term of two (2) years, each term to begin on the date elected.

D. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

## **ARTICLE VI**

### **Board of Directors and Officers**

The names, addresses, and officers of the initial members of the Board are as follows:

<u>NAME</u>	<u>ADDRESS</u>
1)Mildred Tango, President	783 N.E. Dixie Highway Rio-Jensen Beach, FL 34957

2) Virginia Thompson, Treasurer

783 N.E. Dixie Highway  
Rio-Jensen Beach, FL 34957

3) Elizabeth K. Jones, Treasurer

783 N.E. Dixie Highway  
Rio-Jensen Beach, FL 34957

4) Lila Friedman, Secretary

783 N.E. Dixie Highway  
Rio-Jensen Beach, FL 34957

5) Fran Cothron

783 N.E. Dixie Highway  
Rio-Jensen Beach, FL 34957

6) Carol Tarallo

783 N.E. Dixie Highway  
Rio-Jensen Beach, FL 34957

7) Sarah Blanchard

783 N.E. Dixie Highway  
Rio-Jensen Beach, FL 34957

## ***ARTICLE VII***

### **Earnings and Activities of Corporation**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its trustees, directors, 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 Article III 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 office.

## ***ARTICLE VIII***

### **Distribution of Assets**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes similar to those for which this corporation was created, or shall be distributed to the members according to the length of membership in the troupe, as would

be equitable and fair, or to the federal government, or to a state or local government for a public purpose.

### ***ARTICLE IX***

#### **Incorporation**

The name and residence address of the Incorporator of this Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mildred Tango	783 N.E. Dixie Highway Rio-Jensen Beach, FL 34957
Sarah Blanchard	783 N.E. Dixie Highway Rio-Jensen Beach, FL 34957

### ***ARTICLE X***

#### **Principal Office and Registered Agent**

The principal office and mailing address of the Corporation shall be 783 N.E. Dixie Highway, Rio-Jensen, Jensen, FL 34957, or such other place as the Board shall designate; and the name of its Registered Agent shall be Padrick A. Pinkney, Esquire whose address is 145 N.W. Central Park Plaza, Suite 200, Port St. Lucie, Florida 34952.

### ***ARTICLE XI***

#### **Amendment of Bylaws**

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporation Not-for-Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth in the Bylaws.

**ARTICLE XII:**  
**Amendment of Articles**

Amendments to these Articles of Incorporation and any Bylaws of this Corporation may be proposed by a resolution adopted by the Board of Directors and passed by a majority of the members of the Board in the manner set forth in the Bylaws of this Corporation.

We, the undersigned, being the Subscribers and Incorporators of The Footlites Sr. Dance Troupe, for the purpose of forming this Nonprofit Corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this 5th day of October, 1999.

**Witnessed By:**

Cynthia J. Lymer  
Sheryl G. Mason

Mildred Tango  
Mildred Tango

Cynthia J. Lymer  
Sheryl G. Mason

Sarah P. Blanchard  
Sarah Blanchard

**State of Florida**  
**County of St. Lucie**

**The Foregoing Instrument** was sworn to (or affirmed) and subscribed before me this 5th day of October 1999, by Mildred Tango, after producing Florida Driver's License as identification.



CHERYL K. CARR  
My Comm Exp. 11/04/2000  
Bonded By Service Ins  
No. CC596537  
☒ Personally Known ☐ Other I.D.

Cheryl K. Carr  
Notary Public.

**State of Florida**  
**County of St. Lucie**

***The Foregoing Instrument*** was sworn to (or affirmed) and subscribed before me this 5<sup>th</sup> day of October 1999, by Sarah Blanchard, after producing Florida Driver's License as identification.



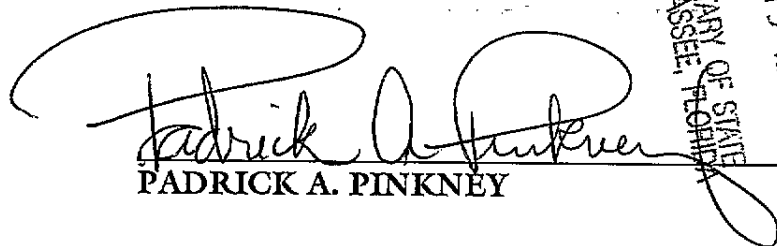
CHERYL K. CARR  
My Comm Exp. 11/04/2000  
Bonded By Service Ins  
No. CC596557  
☐ Personally Known ☒ Other I.D.

*Cheryl K Carr*  
\_\_\_\_\_  
Notary Public:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **The Footlites Sr. Dance Troupe, INC.**, a Florida Nonprofit Corporation, has named **Padrick A. Pinkney, Esquire** whose address is **145 NW. Central Park Plaza, Suite 200, Port St. Lucie, Florida 34986**, as its agent to accept service of process within this state. Having been named to accept service for process for the above Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
**PADRICK A. PINKNEY**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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