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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-11/22/99--01103--015
*****78.75 *****78.75

SUBJECT: Magic Youth Organization, Inc.
(Proposed corporate name - must include suffix)

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: Ronald Ellis
Name (Printed or typed)

2498 Econ Circle #106
Address

Orlando, FL 32817
City, State & Zip

407-679-1575
Daytime Telephone number

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

FILED
99 NOV 22 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FL 32314

11-28
WC

**ARTICLES OF INCORPORATION
OF
MAGIC YOUTH ORGANIZATION, INC.**

FILED
99 NOV 22 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a not for profit corporation under the provisions of Chapter 617 of the laws of the State of Florida, does hereby agree and certify as follows:

ARTICLE I

Name

The name of this corporation shall be: **MAGIC YOUTH ORGANIZATION, INC.**

~~Fictitious name: d.b.a. Magic Of Orlando Drum & Bugle Corps~~

ARTICLE II

Principal Office

The principal place of business and mailing address of this corporation shall be:
2498 Econ Circle #106, Orlando, FL 32817

ARTICLE III

Purpose

The specific purpose(s) for which the corporation is organized is(are): exclusively religious, charitable, scientific, literary and educational purposes within the meaning of Section 501 © (3) of the Internal Revenue Code of 1986 (the "Code"), not for pecuniary profit, including the performance of the following activities exclusively for such purposes, except as restricted by Article X herein:

- A. Establishing a various musical marching units for youths aged fourteen (14) to twenty-one (21); engaging in national and international competition with similar groups; committing to the drug-free development of the youth of Central Florida through music education and athletic conditioning; promoting the corporation's activities within its community through musical concerts and other performances; purchasing real and personal property necessary for the rendering of services for which this corporation has been formed; engaging in any such other business activities not expressly prohibited by these Articles of Incorporation or the Corporation's By-Laws, or forbidden by law.; and
- B. The exercise of all powers conferred on a corporation organized under the Florida Not For Profit Corporation Act as currently in effect and as it may be amended, and all such other powers as are permitted by applicable law.

ARTICLE IV
Manner of Election of Directors

The manner in which the directors are elected or appointed is: The qualification for members and the manner of their admission and expulsion shall be regulated by the Bylaws. This corporation is organized upon a nonstock basis and shall not issue shares of stock.

ARTICLE V
Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are: located at 2498 Econ Circle #106, Orlando, FL 32817 and the initial registered agent of the Corporation at that address shall be Ronald Ellis. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VI
Incorporator

The name and address of the Incorporator to these Articles of Incorporation is:
Ronald Ellis, 2498 Econ Circle #106, Orlando, FL 32817 407 294-3635

ARTICLE VII
Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of seven (6) directors. The maximum number of directors of this corporation shall be fifteen (12). The number of directors of the Corporation shall be specified, from time to time, by the Bylaws provided, however, that the number of directors shall never be less than three (3). The names and street addresses of the directors of this Corporation are:

Ronald Ellis (P)
2498 Econ Circle #106
Orlando, FL 32817

Jerry Barrieau (S)
1290 Oakford Place
Oviedo, FL 32765

Lee Shields (T)
1604 White Dove Drive
Winter Springs, FL 32708

John Foley (VP)
6103 Crystal view Drive
Orlando, FL 32819

ARTICLE VIII**Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX**Amendment**

This Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

ARTICLE X**Limitation of Liability and Indemnification**

The officers and directors of the Corporation shall not be personally liable to others for their acts on behalf of the Corporation, performed within the scope of their authority and duties. At its own expense, the Corporation shall furnish a defense for, and shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent and as permitted by law.

ARTICLE XI**Restrictions and Interpretation**

Section 1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, 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.

Section 2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent the corporation has elected to come under the provisions of the Code allowing certain lobbying expenditures), and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. Notwithstanding and 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 of 1986, as amended (or the corresponding provision of any future United States Internal

Revenue Law) (the "Code") or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 4. It is intended by the provisions of these Articles of Incorporation that the corporation shall possess the status of an organization exempt from federal income taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 as now in force or hereafter amended. Accordingly, no part of the affairs of the corporation shall be administered, directly or indirectly, in any manner whatsoever which might jeopardize the tax exempt status of the corporation.

ARTICLE XII

Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for one or more exempt purposes of the corporation within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, which may include distribution to an organization or organizations organized and operated exclusively for one or more of such purposes, or shall distribute all of the assets of the corporation the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of the Circuit 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 one or more of the purposes of the Corporation.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereto set his hand and seal this 17 day of NOVEMBER, 1999, for the purposes of filing these Articles of Incorporation, under the laws of the State of Florida.


Ronald Ellis, Incorporator/Registered Agent

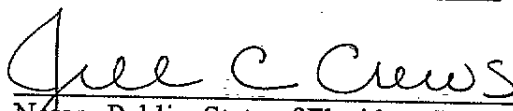
11/17/99
Date

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 am familiar with and accept the obligation of my position as registered agent.

STATE OF FLORIDA
County of Orange

Before me, a Notary Public, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Ron Ellis, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the state and county named above this 17th day of November, 1999.


Notary Public, State of Florida at Large

My Commission Expires:

