

# P00000004503

## TRANSMITTAL LETTER

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

900003091829--7  
-01/07/00--01070--019  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: FLORIDA LINDY ASSOCIATION, 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: JASON E. TAYLOR  
Name (Printed or typed)  
6364 RALEIGH STREET #1614  
Address  
ORLANDO FL 32835  
City, State & Zip  
(407) 251-9898  
Daytime Telephone number

FILED  
00 JAN 7 AM 8:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

T. Burch JAN 14 2000

FILED

00 JAN 7 AM 8:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**NON PROFIT ARTICLES OF INCORPORATION OF  
Florida Lindy Association, Inc.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

**Article I  
Corporate Name**

The name of the corporation shall be Florida Lindy Association, Inc.

**Article II  
Principle Office and Mailing Address**

The principle place of business for this corporation is:

4703 Glenview Lane, Orlando, Florida 32821

The mailing address for this corporation is:

P.O. Box #590759, Orlando, Florida 32859-0759

**Article III  
General and Specific Purposes**

The specific and primary purposes for which this corporation is formed is:

A. For the historical preservation of the Lindy Hop dance in its original form and the preservation of related variations of Swing dancing in the Central Florida area.

B. Promote and increase educational opportunities for members in Swing Dancing.

C. Provide a venue for members to share information and contribute to the swing dance and vintage living scene.

D. To operate exclusively in any other manner for such social and educational purposes as will qualify it as an exempt organization under Section 501(c)(7) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws.

Article IV  
Authorized Membership Certificates

A. This corporation shall not have any capital stock and the conditions of membership shall be stated in the Bylaws.

B. This corporation shall be authorized to issue membership certificates (or cards) to evidence participation in the activities of the corporation. Any restrictions and privileges relating to the membership certificates shall be stated in the Bylaws.

C. Except as otherwise prescribed by Florida law, each certificate shall entitle the holder thereof to one vote.

Article V  
Management of Corporate Affairs

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than five (5) persons. The number of Directors of the corporation shall be five (5), provided, however, that such number may be changed by a Bylaw duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office for as long as the corporation exists. Replacement of a retiring Director shall be addressed in the corporation's Bylaws.

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.

The names and addresses of such initial members of the Board of Directors are as follows:

Jason E. Taylor	6364 Raleigh Street #1614, Orlando, Florida 32835
Michael J. Cartolano	4703 Glenview Lane, Orlando, Florida 32821
Suchada Priyakorn	1610 Delaney Avenue #1, Orlando, Florida 32806
Jason P. Sipple	4703 Glenview Lane, Orlando, Florida 32821
Phillip K. Henderson III	4703 Glenview Lane, Orlando, Florida 32821

B. Corporate Officers. The general membership shall nominate and elect the following officers: President, Vice President, Secretary, Treasurer, Warden and such officers as the Bylaws of this corporation may authorize the membership to elect. Elections will be held in accordance with the corporate bylaws. Until such election of officers is held, the following persons shall serve as corporate officers:

<u>Office</u>	<u>Name</u>
President:	Jason E. Taylor
Vice President:	Michael J. Cartolano
Secretary:	Jason P. Sipple
Treasurer:	Suchada Priyakorn
Warden:	Phillip K. Henderson

#### Article VI Earnings and Activities of Corporation

A. 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.

B. 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 any candidate for public office.

C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(7) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### Article VII Distribution of Assets

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for nonprofit purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(7) of the Internal Revenue Code of 1954 (or corresponding provision of

any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

Article VIII  
Incorporators

The names and addresses of the Incorporators of this corporation are as follows:

Jason E. Taylor	6364 Raleigh Street #1614, Orlando, Florida 32835
Michael J. Cartolano	4703 Glenview Lane, Orlando, Florida 32821
Suchada Priyakorn	1610 Delaney Avenue #1, Orlando, Florida 32806
Jason P. Sipple	4703 Glenview Lane, Orlando, Florida 32821
Phillip K. Henderson III	4703 Glenview Lane, Orlando, Florida 32821

Article IX  
Amendment of Bylaws

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit 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 resolution of the Board of Directors, or by following the procedure set forth therefore in the Bylaws.

Article X  
Initial Registered Agent and Address

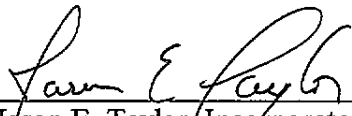
The name and address of this corporation's Initial Registered Agent is as follows:

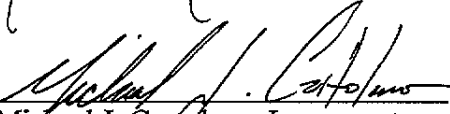
Michael Cartolano	4703 Glenview Lane, Orlando, Florida 32821
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Article XI  
Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this corporation.

We, the undersigned, being the Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 23<sup>rd</sup> day of November 1999.

  
\_\_\_\_\_  
Jason E. Taylor, Incorporator

  
\_\_\_\_\_  
Michael J. Cartolano, Incorporator

  
\_\_\_\_\_  
Suchada Priyakorn, Incorporator

  
\_\_\_\_\_  
Jason P. Sipple, Incorporator

  
\_\_\_\_\_  
Phillip K. Henderson III, Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Florida LINDY ASSOCIATION, INC.

2. The name and address of the registered agent and office is:

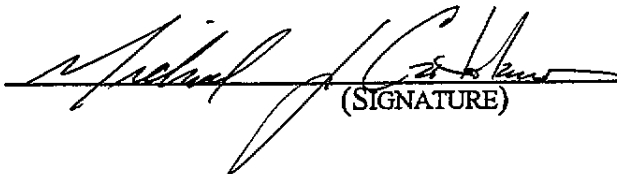
MICHAEL J. CARTOLANO  
(NAME)

4703 GLENVIEW LN.  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

ORLANDO, FL. 32821  
(CITY/STATE/ZIP)

FILED  
00 JAN 7 AM 8:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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 obligations of my position as registered agent.*

  
(SIGNATURE)

Nov. 23. 1999  
(DATE)