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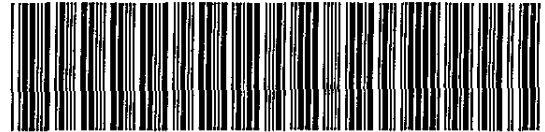
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***DERFEL-KOWALSKI ASSOCIATES, P.A.***

**Attorneys at Law**  
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(386) 239-6800

B.R. Derfel, Esq.  
Ronald E. Kowalski, Esq.

Secretary of State  
Division of Corporations  
The Capital  
Tallahassee, Florida 32301

RE: Articles of Incorporation of KRISTI'S RHYTHM AND DANCE OF DAYTONA, INC.

Dear Sir or Madam,

I am herewith enclosing an original and one copy of the Articles of Incorporation for the aboved named corporation. In addition, I enclose a check in the amount of \$78.75, which represents the following fees:

Filing Fee	\$35.00
Certified Copy	\$8.75
Registered Agent Fee	\$35.00
<b>TOTAL</b>	<b>\$78.75</b>

Please file and return the certified copy to the undersigned.

Your prompt attention to this matter is appreciated.

Sincerely,



B.R. Derfel, Esq.

Enclosures

**ARTICLES OF INCORPORATION**  
**Of**  
**KRISTI'S RHYTHM & DANCE OF DAYTONA, INC.**

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**ARTICLE I. CORPORATE NAME**

The name of this corporation shall be **KRISTI'S RHYTHM AND DANCE OF DAYTONA, INC.**

**ARTICLE II. PURPOSES**

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the area of performing arts and all of its areas of specialization, most particularly in the area of dance.
- b. To engage and render services of dance instruction and other performing arts instruction through its officers, agents and employees and independent contractors within the State of Florida.
- c. To engage in no other business other than the rendition of services in the performing arts arena as specified hereinbefore.
- d. To do everything necessary and proper to accomplish the purposes herein set forth and to do everything incidental thereto which is not forbidden under the laws of the State of Florida.

**ARTICLE III. CAPITAL STOCK**

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock at \$10.00 per value per share.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be limited to maintain status as a Subchapter S Corporation.

**ARTICLE IV. DURATION**

The corporation shall have perpetual existence.

**ARTICLE V. REGISTERED AGENT**

The name and address of the corporation's initial registered agent office is: **James Hartley, 5438 Landis Avenue, Port Orange, FL, 32127.**

**ARTICLE VI. INCORPORATOR**

The name and address of the incorporator of this corporation is: **Kristina Hartley, 5438 Landis Avenue, Port Orange, FL 32127.**

#### ARTICLE VII. BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of two persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The names and addresses of the initial Directors of the corporation are: James and Kristina Hartley, 5438 Landis Avenue, Port Orange, FL 32127.

#### ARTICLE VIII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting in consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

#### ARTICLE IX. INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### ARTICLE X. INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida this 25<sup>th</sup> day of June, 2003.

Kristina Hartley  
Kristina Hartley, Incorporator

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared KRISTINA HARTLEY, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunder set my hand and seal in Port Orange, Volusia County, Florida, this 25<sup>th</sup> day of June, 2003.

Nicole Bachman Wallace  
NOTARY PUBLIC



Nicole Bachman Wallace  
My Commission DD2202  
Expires July 15, 2005

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

That KRISTI'S RHYTHM AND DANCE OF DAYTONA, INC., desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation as 5438 Landis Avenue, Port Orange, FL, 32127, has named James Hartley as its registered agent to accept service of process within the State.

#### ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named Corporation, at the place designated on this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
JAMES HARTLEY, Registered Agent

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