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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

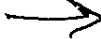
Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Expressions Academy of Dance, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Lara Narzinsky  
Name (Printed or typed)

9534 Seminole Blvd.  
Address

Seminole, FL 33772  
City, State & Zip

727-320-0722  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF  
Expressions Academy of Dance, INC.**

We, the undersigned, do hereby make, subscribe, acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation for the purpose of organizing a professional service corporation for profit in accordance with the Professional Service Corporation Act of the state of Florida.

**ARTICLE I**

The name shall be:

**Expressions Academy of Dance, INC.**

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**ARTICLE II**

The nature of the business to be transacted by this corporation and the powers it shall possess shall be as follows:

- a. To engage solely and specifically in providing instruction in dance and stage performances through its officers, employees, and agents.
- b. To purchase, lease, and/or sell real or personal property as needed in providing instruction in dance and/or stage performances.
- c. To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investments.
- d. To do any and all things and to exercise all powers now or thereafter conferred by the laws of the state of Florida upon professional service corporations by the Professional Service Corporation Act, and to the extent therein now or hereafter made applicable, the provisions of Chapter 607, Florida Statutes.

**ARTICLE III**

This corporation shall have perpetual existence.

#### ARTICLE IV

- a. The corporation shall issue only one class of capital stock. The total number of shares of capital stock authorized and issued by the corporation shall be 1,000 shares having a par value of \$1.00 per share.
- b. The consideration for the issuance of said shares of stock, or any part thereof, shall be money current of the United States of America, or property or services at a just valuation to be fixed by the board of directors at a meeting called for such purpose. The judgment and decision of the Board of Directors pertaining there to shall be conclusive and binding upon all persons whomsoever in dealing with the corporation and the stockholders thereof. All stock when issued shall be paid for and shall be non-assessable.
- c. No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all his stock.
- d. The stockholders may establish either in the bylaws of this corporation or separate stockholders' agreement with or without this corporation as a party conditions and limitations concerning the manor and method of making any transfer, pledge, or other disposition of the stock of this corporation, including, but not limited to provisions granting to certain stockholders of the corporation a first refusal as a condition precedent to any transfer, pledge, or other disposition of stock of this corporation. However, no shareholder of this corporation may sell, transfer, or pledge his shares of stock in the corporation except to another individual who is eligible to be a shareholder of such corporation, as provided in this article.
- e. The Board of Directors is hereby specifically authorized to adopt bylaws providing for the redemption of the corporation of its shares in the event that a firm, corporation, or person to whom this corporation may not by reason of the provisions of these Articles of Incorporation or by lawful transfer, sell, or pledge the stock of this corporation, claims or is about to claim, the right to have shares if the stock in this corporation transfers on the books of the corporation to its or his/her name, claiming said right by virtue of the occurrence of any event, including but without limiting operation of law, legal process, or testamentary disposition. The bylaws may provide for a right of redemption of said stock at a value fixed as of the date of acquisition of the claim to have the stocks transferred to such ineligible person, firm or corporation.

#### ARTICLE V

The corporation shall begin business with a paid in capital of not less than \$1,000.00.

#### ARTICLE VI

The principle place of business of this corporation shall be at 7501 Seminole Blvd., Seminole, Pinellas County, Florida 33772, with its post office address the same or at such other place as may be determined by the bylaws.

#### ARTICLE VII

The number of director(s) of this corporation shall be fixed from time to time by resolution of the stockholders of this corporation at the annual meeting prior to the election of directors. Directors need not be stockholders of the corporation, except that the President, who shall be a director of the corporation, must also be a stockholder. Each of the directors shall be of full age. Directors of the corporation may be removed from office at any time by the stockholders with or without cause.

#### ARTICLE VIII

The name and street address of the members of the first Board of Directors, who, unless otherwise provided by the bylaws, of these Articles of Incorporation, shall hold office for the first year of existence of the corporation or until a successor is elected or appointed are:

<u>NAME</u>	<u>ADDRESS</u>
Andrea Stout	12081 67 <sup>th</sup> Lane Largo, FL 33773
Lara Narzinsky	7501 Seminole Blvd Seminole, FL 33772

#### ARTICLE IX

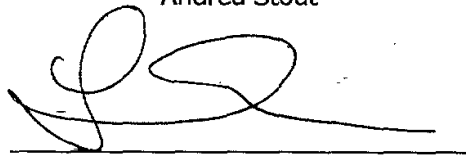
No contract or other transaction between this corporation and any other corporation, and no contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in any other corporation, or are directors or officers of any other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or

otherwise interested in, any contract or transaction of this corporation, provided that the fact that he/she or such firm that is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation who is also a director or officer of such corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he/she were not such director or officer of such other corporation or member of such firm, or not so interested.

IN WITNESS WHEREOF, We, the undersigned have executed these articles for the use and purposes therein stated.



Andrea Stout

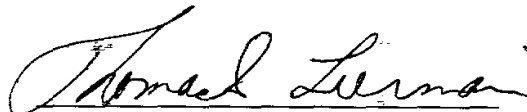
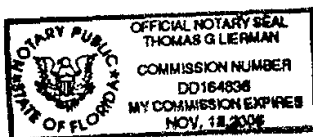


Lara Narzinsky

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

Before me personally appeared ANDREA STOUT and LARA NARZINSKY, known to me to be the persons described in and who executed the foregoing articles of incorporation, and acknowledged to and before me that the articles were executed for the purpose therein expressed.

WITNESS my hand and official seal, this 27 day of Sept, 2003.



Notary Public

My commission expires: 11-18-06

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE  
OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY  
BE SERVED.

Pursuant to §48.091, Florida Statutes, the following is submitted:

First that the EXPRESSIONS ACADEMY OF DANCE, INC., desiring to  
organize under the laws of the state of Florida, with it's principal office, as  
indicated in the Articles of Incorporation at 7501 Seminole Blvd., Seminole,  
Pinellas County, Florida has named Lara Narzinsky, located at the same address  
as it's agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated  
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.

By:



Lara Narzinsky, Residing Agent

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