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# Arthur B. Brisker 22322 Punta Del Capo Ct. Estero , Florida, 33928

240-432-6117 rjburrock@comcast.net

April 13, 2018

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

Re:The Last Call Performances Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$87.50 for filing the enclosed Corporation.

Please send the copy of the Corporation Articles and the Certificate of Status to:

Richard J. Burrock 8533 Via Garibaldi Circle #202 Estero, FL 33928

This is the address for the place of business for the corporation and where we want the annual report notices to be sent to.

The E mail address for the corporation is:

rjburrock@comcast.net

Day time telephone for the corporation is 612 709 2266

Thank you,

Arthur B. Brisker, Incorporator and

to be Registered Agent

## ARTICLES OF INCORPORATION

OF

### LAST CALL PERFORMANCES, INC.

IN COMPLIANCE WITH CHAPTER 607 AND/OR CHAPTER 621,F.S.(PRO

### THIS IS TO CERTIFY:

FIRST: That I, the incorporator, Arthur B. Brisker of 22322 Punta Del Capo CT. Estero, Florida, 33928, a Florida resident, being over the age of eighteen years, do, under, and by virtue of the general laws of Florida, authorizing the formation of corporations, associate with the intention of forming a corporation and said corporation shall be effective as of the date of filing with The Department of State of the State of Florida.

SECOND: That the name of the corporation shall be Last Call Performances Inc.

THIRD: That the purposes for which this corporation is formed and the business objects to be carried on and promoted by it are as follows:

- a. To operate as a musical instrument band and to play music for fun and the entertainment of others .
- b. To buy, purchase, lease, hold and use the materials and supplies necessary to carry out the business ends of the corporation;
- c. To employ and contract with others for the purpose of conducting the business of the corporation;
- d. To purchase, acquire, hold, sell convey, assign, release, mortgage, encumber, lease, hire, and deal in real and personal property of any kind and nature, including the stocks and securities of other corporations, and to do any and all things necessary to trade

in the business as heretofore set forth, both within the State of Florida, and outside of the State of Florida and any place in the world;

- e. To apply for and obtain all of the necessary licenses that may be required to transact the business of the corporation;
- f. To apply for, purchase, hold, use, operate, sell or dispose of and deal with any and all rights, interests, inventions, improvements, processes used in connection with, or secured from the patent and copyright offices of the United States for work in the business as set forth hereinabove;
- g. To do everything necessary and proper for the accomplishment of the purposes of or the furtherance of the powers herein expressed or incidental hereto and to have and exercise all of the powers now or hereafter conferred upon corporations by the laws of the State of Florida, and the enumeration of specific powers shall not be construed as limiting or restricting the general powers herein set forth.

FOURTH: The post office address of the place at which the principal office of this corporation will be located is 8533 Via Garibaldi Circle ,Unit 202,Estero, Florida 33928

FIFTH: The registered agent of the corporation is Arthur B. Brisker, whose address is 22322 Punta Del Capo Ct,. Estero, Florida, 33928.

SIXTH: This corporation shall have officers and directors as provided by the bylaws; until the first meeting of the stockholders, the director shall be Arthur B. Brisker who shall act as such until the first annual meeting or until his successor is duly chosen and qualified. SEVENTH: The total amount of authorized capital stock of the corporation is 100 Shares with a par value of \$1.00

EIGHTH: The following is a description of each class of stock of the corporation, the preferences, the voting powers, restrictions and qualifications thereof: All shares of stock shall be denominated common stock, shall be fully paid and non-assessable and such shares of stock shall have the sole voting power. Each stockholder shall be entitled to one vote for each share of common stock standing in his or her name.

NINTH: The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized for such consideration as said directors shall or may deem advisable subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation, and/or subject to the following limitations and restrictions: None.

TENTH: The corporation is to have perpetual existence.

ELEVENTH: The private property of the stockholders, officers, and directors shall not be subject to the payment of corporate debts to any extent whatsoever.

TWELFTH: a. A director, stockholder or officer of the Corporation shall not be personally liable to the Corporation or its stockholders for any damages whatsoever.

b. If the Florida General Corporation Law is hereafter amended to authorize the further elimination or limitation of the liability of directors or officers, then the liability of a director or officer of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited by the fullest extent permitted by the amended Florida General Corporation Law.

c. In the event that any of the provisions of this Article Twelfth (including any provision within a single sentence) is held by a court of competent jurisdiction to be invalid, void or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent as permitted by law.

THIRTEENTH: The following provisions are inserted for the management of the business and for the conduct of the affairs of this corporation; and for further definition, limitation and regulation of the powers of the corporation and of its directors and stockholders:

- a. The number of directors of the corporation shall be such as from time to time fixed by the stockholders or directors, in the manner provided by the by-laws. In case of any increase in the number of directors, the additional directors may be elected by the directors or by the stockholders at an annual or special meeting as shall be provided in the by-laws.
  - b. The election of the directors need not be by ballot unless the by-laws so provide.

FOURTEENTH: The corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation in the manner now, or hereafter, presented by the State of Florida and all rights and powers conferred on directors and stockholders are subject to this reservation.

FIFTEENTH: Meetings of stockholders and directors shall be held in the Sate of Florida.

IN WITNESS WHEREOF, having been named as registered agent to accept service of process for the above stated corporation at the place stated in this certificate I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Registered Agent ,Arthur B. Brisker

22322 Punta Del Capo Ct. Estero FL 33928

Date /

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department fo State constitutes at third degree felony as provided for in s.817.155,F.S.

Incorporator, Arthur B. Brisker

Date

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