

ARTICLES OF INCORPORATION
in compliance with F.S. Chapter 617 (Not for Profit)

The undersigned, all of whom are citizens of the United States, desiring to form a not for profit corporation under the law of Florida, do hereby certify:

ARTICLE I - NAME

The name of the corporation shall be: Island City Stage, Inc.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office is 3500 NE 11 Av - Suite B, Oakland Park, FL 33334 in the City of Oakland Park, County of Broward, and State of Florida. The mailing address is the same.

ARTICLE III - PURPOSE

Said corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sec. 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The primary purpose hereof shall be the management and operation of a not for profit community theatre.

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors are elected and appointed shall be as provided in the by laws.

ARTICLE V - INITIAL OFFICERS

The names and Florida street addresses of the initial officers are:

Name and Title: Robert E. Geritano, President and Treasurer
Address: 3500 NE 11 Av - Suite B
Oakland Park, FL 33334

Name and Title: Brandon Z. Jones, Vice President and Secretary
Address: 3500 NE 11 Av - Suite B
Oakland Park, FL 33334

ARTICLE VI - REGISTERED AGENT

The name and Florida street address of the initial registered agent is:

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12 FEB - 2 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Name: Robert E. Geritano
Address: 3500 NE 11 Av - Suite B
Oakland Park, FL 33334

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Name: Barry Jay Warsch, Esq.
Address: 111 Golden Isles Dr - # G-2
Hallandale Beach, FL 33009

ARTICLE VIII - LIMITATION OF ACTION

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

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 or in opposition to any candidate for public office.

Notwithstanding any 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, or the corresponding section of any future tax code, or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Moreover, 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 IX - DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to 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 by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or

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