

Nebraska Secretary of State



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Filing 1 - Articles of Incorporation

Date Submitted: 2020/10/15 15:38:42

Filing Information

Name of Entity:

FASHION ARTS MARKETPLACE, INC.

Dollar Amount of Authorized Capital Stock:

\$10,000.00

Period Of Duration:

Perpetual

Date Effective:

Effective When Filed

Document:

[view document](#)

Registered Agent

Registered Agent:

MICHAEL C SCHILKEN

1141 N. 11TH STREET

OMAHA, NE 68102

Filing Fees

Articles of Incorporation

\$60.00

Per page recording fee: 3 pages

\$15.00

Statutory Fee:

\$75.00

Cost to file through Nebraska.gov:

\$77.00

Total Filing Costs: \$77.00

**ARTICLES OF INCORPORATION
OF
FASHION ARTS MARKETPLACE, INC.**

a Nebraska benefit corporation

The undersigned, for the purpose of forming a benefit corporation in accordance with the Nebraska Model Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation shall be Fashion Arts Marketplace, Inc. (the "Corporation").

ARTICLE II

The Corporation is a benefit corporation.

ARTICLE III

The purpose(s) for which this Corporation is organized is to conduct any and all lawful business for which corporations may be organized under Sections 21-201 to 21-20,193 of the Nebraska Model Business Corporation Act. Notwithstanding the foregoing, a purpose of this Corporation shall be to create a general public benefit; as such term is defined in NEB. REV. STAT § 21-403, as such section is amended, superseded, or replaced from time to time including, but not limited to, the specific public benefit of providing education, mentoring, training, and resources to a community arts network. The general and specific public benefits created by this Corporation shall be deemed to be in the best interests of the Corporation.

ARTICLE IV

The aggregate number of shares which this Corporation shall have authority to issue is ten thousand (10,000) shares of Common Stock having a par value (if any) of One Dollar (\$1.00) each. Such shares may be issued at such time or from time to time as authorized by the Board of Directors of the Corporation without approval of the shareholders.

ARTICLE V

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner now and hereafter permitted by law, and all rights conferred upon shareholders herein are granted subject to his reservation.

ARTICLE VI

A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for any action taken, or for any failure to take action as a director except for liability (i) for the amount of a financial benefit received by a director to which he or she is not entitled; (ii) for intentional infliction of harm on the Corporation or its shareholders; (iii) for a violation of Neb. Rev. Stat. § 21-2096; and (iv) for an intentional violation of criminal law.

No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal. If the Nebraska Model Business Corporation Act is hereafter amended to authorize the further elimination or limitation of liability of directors, then the liability of directors shall be eliminated or limited to the full extent authorized by the Nebraska Model Business Corporation Act as so amended.

ARTICLE VII

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative, including any action or suit by or in the right of the Corporation to procure a judgment in its favor, by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture or other enterprise or as a trustee, officer, employee or agent of an employee benefit plan. Such indemnification shall be against expenses, including attorney fees, and except for actions by or in the right of the Corporation, judgments, fines and the amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

To the extent permitted by law, the Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation against any liability asserted against such person while acting in such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability.

The indemnity provided for by this Article shall not be deemed to be exclusive of any other rights to which those indemnified may be otherwise entitled, nor shall the provisions of this Article be deemed to prohibit the Corporation from extending its

indemnification to cover other persons or activities to the extent permitted by law or pursuant to any provisions in the Bylaws.

ARTICLE VIII

The address of the Corporation's initial registered office is 1141 N. 11th Street, Omaha, Nebraska 68102, and the name of the initial registered agent at such address shall be Michael C. Schilken.

ARTICLE IX

The name and street address of the incorporator is Michael C. Schilken, 1700 Farnam, Street, Suite 1500, Omaha, Nebraska 68102.

DATED this 15th day of October, 2020.



Michael C. Schilken, Incorporator

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