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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: FILM FLORIDA, INC.

DOCUMENT NUMBER: N98000002766

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jessica R. Shraybman, Esq.

(Name of Contact Person)

Shraybman Law, PLLC

(Firm/ Company)

475 Brickell Ave, 4113

(Address)

Miami, Florida, 33137

(City/ State and Zip Code)

team@shraybmanlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

jessica shraybman (registered agent)

at 305 204-1835

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|---|--|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

March 4, 2024

VIA EMAIL

CONFIDENTIAL

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Ste. 810
Tallahassee, Florida 32303

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment; Film Florida, Inc.

To Whom It May Concern:

Please find enclosed the Amended and Restated Articles of Incorporation for Film Florida, Inc. This document has been electronically signed. On page 4, you will find the audit trail and timestamp of the signature. Additionally, we have included a check for \$35.00 to cover the filing fee. Should you require any further assistance or documentation, please do not hesitate to contact us.

Best regards,

Isa Alonso
Firm Manager & Paralegal
team@shraybmanlaw.com
305-204-1835

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

FILED

2024 MAR 20 PM 1:09

OF

CLERK OF STATE
TALLAHASSEE, FLORIDA

FILM FLORIDA, INC.

The undersigned hereby adopts the following AMENDED AND RESTATED ARTICLES OF INCORPORATION pursuant to sections 617.1006 and 617.1007, Florida Statutes; *and*

The Board of Directors of the corporation have duly adopted resolutions on the 1 day of March, 2024, proposing and declaring advisable that the Articles of Incorporation of Film Florida, Inc. be amended and restated in its entirety, as follows:

ARTICLE 1

Name

The name of the corporation is Film Florida, Inc. (hereinafter referred to as the "Corporation").

ARTICLE 2

Principal Address

The Corporation's principal address is: 2675 Hilliard Court, Kissimmee, FL 34744

ARTICLE 3

Purpose

The specific purposes for which the Corporation is formed are:

(a) exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provision of any subsequent federal tax laws governing the distributions to organizations qualified as tax-exempt; and

(b) except as limited by the Articles of Incorporation and the Bylaws, the Corporation will have and exercise all rights and powers in furtherance of its purposes as are or may hereafter be conferred on not for profit corporations pursuant to Chapter 617, Florida Statutes, and in accordance with other applicable law.

The Corporation does not contemplate pecuniary gain or profit to its trustees, officers or other participants in its affairs. Notwithstanding any other provisions of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code or law.

ARTICLE 4

Members

The qualification for members and manner of their admission and expulsion shall be as regulated by the Bylaws. This Corporation is organized upon a nonstock basis and shall not issue shares.

ARTICLE 5
Board of Directors

(a) The affairs of this Corporation shall be managed by its Board of Directors (the "Board") and in accordance with the Bylaws.

(b) The names and addresses of the current directors are:

John Edward Lux: <i>Executive Director</i>	2675 Hilliard Court Kissimmee, FL 34744
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Bonnie King: <i>Director and Past President</i>	2675 Hilliard Court Kissimmee, FL 34744
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Morgan Gail: <i>Director and Past President</i>	2675 Hilliard Court Kissimmee, FL 34744
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Sandy K. Lighterman: <i>Director and President</i>	115 South Andrews Avenue Suite A680 Ft. Lauderdale, FL 33301
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Matt Wohl: <i>Director and VP</i>	1506 Oregon St. Orlando, FL 32803
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Anne Russell: <i>Director and Treasurer</i>	1953 King Arthurs Ct. Winter Park, FL 32792
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ARTICLE 6
Registered Agent

The name and street address of the current registered agent is:

John E. Lux
2675 Hilliard Court
Kissimmee, FL 34744

ARTICLE 7
Bylaws

The Bylaws of the Corporation shall be made, altered, or rescinded by a majority vote of the Board.

ARTICLE 8
Duration

The Corporation shall exist perpetually.

ARTICLE 9
Amendment

A majority vote of the Board of Directors can amend the Articles of Incorporation.

ARTICLE 10

Dissolution

Upon the dissolution and winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax code or law.

ARTICLE 11

Limitation of Liability and Indemnification

The officers, directors, members and employees of the Corporation shall not be personally liable to others for the acts on behalf of the Corporation, performed in good faith within the scope of their authority and duties, unless an act involves a violation of criminal law or other unlawful conduct, a transaction from which the officer, director, member or employee derives an improper personal benefit, or a reckless act or omission committed in bad faith or with malicious purpose.

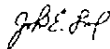
At its own expense, the Corporation shall furnish a defense for, and shall indemnify any officer, director, member or employee of the Corporation, or any former officer, director member or employee of the Corporation, to the full extent and as permitted by law.

ARTICLE 12

Prohibited Activities

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 in Article 3. 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, 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.

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

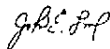


John E. Lux, Registered Agent

03 / 01 / 2024

Date

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



John Lux, Executive Director

03 / 01 / 2024

Date