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ACCOUNT NO.: 07210000032

REFERENCE: 659972 81189A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: April 12, 2000

ORDER TIME: 11:42 AM

ORDER NO. : 659972-005

CUSTOMER NO: 81189A

700003206247--

CUSTOMER: Michael J. Mora, Esq

MICHAEL J. MORA, ESQ MICHAEL J. MORA, ESQ

Suite 7

8285 N.w. 64 Street Miami, FL 33166

DOMESTIC FILING

NAME:

CORAL GABLES FILM SOCIETY,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

2295-432

EXAMINER'S INITIALS:

was - 9734 534-626





FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

00 APR 12 PM 1: 32

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 12, 2000

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: CORAL GABLES FILM SOCIETY, INC.

Ref. Number: W00000009734

RESUBMIT

Please give original submission date as file date.

We have received your document for CORAL GABLES FILM SOCIETY, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

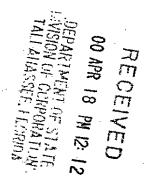
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 600A00020248

Claretha The made Correction.
Could you make sure
Spective date is noted?
Thanks, Christine ext 1109





FILED SECRETARY OF STATE DIVISION OF CORPORATION

00 APR 12 PM 1: 32

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 18, 2000

Please give original submission date as file date.

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: CORAL GABLES FILM SOCIETY, INC.

Ref. Number: W0000009734

We have received your document for CORAL GABLES FILM SOCIETY, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please accept our apology for failing to mention this in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 100A00021235

RECEIVED

DAPR 27 AM 10: 54

REPARTORNT OF STATE

RISION OF CORPORATION

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

HINDO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

00 APR 12 PM 1: 32

OF'

CORAL GABLES FILM SOCIETY, INC.

We, the undersigned persons of legal age, residents of the State of Florida, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the Statutes of the State of Florida.

ARTICLE ONE NAME

The name of this corporation is: CORAL GABLES FILM SOCIETY, INC.

ARTICLE TWO PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be: 235 Alcazar Avenue, Coral Gables, 33134.

ARTICLE THREE DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these articles.

ARTICLE FOUR PURPOSE

The business and purpose of this corporation shall be to promote and manage film festivals and to engage in any lawful act or activity for which corporations may be organized under the laws of United States and the State of Florida.

ARTICLE FIVE NON STOCK CORPORATION

The corporation shall be nonstock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE SIX BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the

corporation are three, and the names and addresses of the persons who are to serve as initial directors of this corporation are as follows:

NAMES:

ADDRESSES:

JOHNNY CALDERIN

235 ALCAZAR AVENUE CORAL GABLES. FL. 33134

ISIC SANTOS

235 ALCAZAR AVENUE CORAL GABLES, FL. 33134

MARIANA MEDINA

235 ALCAZAR AVENUE CORAL GABLES, FL. 33134

ARTICLE SEVEN CORPORATE OFFICERS

The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments as well as the method of collection of dues and assessments shall be set forth in the bylaws.

ARTICLE EIGHT AMENDMENTS

These articles may be amended in the manner provided by the Statutes of the State of Florida and the by-laws of this corporation.

ARTICLE NINE INCORPORATOR

The name and address of the person forming this corporation and signing these Articles is:

JOHNNY CALDERIN

ARTICLE TEN INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is: 235 Alcazar Avenue, Coral Gables, Florida 33134, and the name of the initial Registered Agent of the corporation at that address is: Johnny Calderin.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this ______ day of March, 2000.

Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in ARTICLE TEN of these Article of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

BEFORE ME, Notary Public, authorized in the State of Florida and County of Dade, personally appeared, JOHNNY CALDERIN, known to me and known by me to be the person who has incorporated and executed the aforegoing Articles of Incorporation of CORAL GABLES FILM SOCIETY, INC.., and he acknowledged before me that he executed those Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this ____/__ day of April , 2000.

Notary Public State of Florida, At Large

Print Name: MAYTEE ALVAREZ

My Commission Expires:

MAYTEE ALVAREZ

NOTARY PUBLIC - STATE OF FLORIDA

COMMISSION * CC884966

EXPIRES 1128/2003

SONDED THRU ASA 1-888-NOTARY1