

N05000001418

Margaret A Banks
4417 Hidden Shadow Dr
TAMPA FL 33614
(Address)

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 27, 2005

MARGARET BANKS
4417 HIDDEN SHADOW DR.
TAMPA, FL 33614

SUBJECT: THE MUSEUM OIF MOTION PICTURE HISTORY, INC. (MOMPH)
Ref. Number: W05000004441

We have received your document for THE MUSEUM OIF MOTION PICTURE HISTORY, INC. (MOMPH). However, the document has not been filed and is being returned for the following:

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 605A00005897

**ARTICLES OF INCORPORATION
NOT FOR PROFIT**

ARTICLE I NAME and TERM

The name of the corporation shall be:
Museum of Motion Picture History, Inc.
And, its duration shall be perpetual.

ARTICLE II PRINCIPAL OFFICE

The street address of the initial principal office of this corporation shall be 6901 Caliente Blvd.
Land O' Lakes, Florida 34637

ARTICLE III PURPOSES

The Corporation shall be a nonprofit organization organized exclusively for one or more of the purposes as specified in Section 501©(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including the making of distributions to organizations that qualify as exempt organizations under Section 501©(3) of the Internal Revenue Code and such purposes including:

- A. To provide an entertaining, informative and educational opportunity to the public, while exploring motion picture, (film, television, visual media) history.
- B. To establish a museum which explores the style, equipment and technology that has been the foundation of the motion picture industry.
- C. To be dedicated to developing an archive of historic equipment, props, documents and related artifacts that have contributed to the science of motion picture making.
- D. To celebrate the people, arts and science of motion picture making with an emphasis on Florida's contribution.
- E. To illuminate the contributions of African-American, Native American and other minorities.
- F. To provide an opportunity for visitors to be in captured scenes that stand out in motion picture history.
- G. To provide an educational opportunity for the public to do research, to study the history of the arts and science of one of the world's most influential industries.

ARTICLE IV POWERS

The Corporation shall have and exercise all powers accorded not-for-profit corporations under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article 3 above. Specifically, no part of the assets or the net earnings of the Corporation shall inure to the benefit of, or be distributable to any officer, member of the Governing Board, member of the Corporation, or any other person, 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 above. No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) 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 activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to Section 501©(3) or the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable.

In Addition to those powers given by statute, the corporation shall have the powers as follows:

- A. To act as trustee of funds, artifacts or other assets given for its purpose, to receive by bequest, devise, gift, purchase, loan or lease, either absolutely or in trust, and

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- property, whether real, personal or mixed; and to administer such property and such trusts; to sell and convey such property and to invest and reinvest the proceeds from the same or the proceeds and income therefrom in such manner, for the purpose of the corporation, as, in the discretion of the Board of Directors and/or the Head Curator, will best promote the purpose of the corporation.
- B. In every case where specific instructions shall have been given the corporation by the donor, grantor, testator, or testatrix, as to the disposition of property or funds, whether such gift, devise or bequest shall be absolute or in trust, such gift, devise or bequest shall be placed in a fund to be known as a "designated fund" and the instructions, insofar as the same are legally possible, shall be binding upon the trustees and the corporation and shall be faithfully performed; provided, if the purpose for which any designated gift was made shall cease to exist, then such designated gift, devise or bequest shall become part of the undesignated funds or property of the corporation and shall be administered as such.
 - C. In the absence of specific directions by the donor, grantor, testator, or testatrix, all gifts, grants, devises, loans and bequests to the corporation shall be known as "undesignated funds" and the distribution of such property and funds and the income therefrom shall be made for the purposes of the corporation as in the discretion of the trustees shall seem best.
 - D. To contract and be contracted with, to buy, sell or lease real estate, to secure financing, to sue and be sued, invest and reinvest the funds of the corporation, and to do all acts and things requisite, necessary, proper and desirable to carry out the purpose for which this corporation is formed.
 - E. To do all things incident or necessary to carry out the purpose of the corporation.

ARTICLE V GOVERNING BOARD

The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Governing Board. The number of members of the Governing Board shall be as stated in the Bylaws of the Corporation but shall consist of not fewer than three. Qualification for membership on the Governing Board shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Governing Board shall have all the rights, powers and privileges prescribed by law of directors of corporations for profit.

ARTICLE VI AMENDMENTS

These Articles of Incorporation may be amended by the affirmative vote of at least two-thirds of the voting members of the Corporation present at any annual or special meeting provided proper notice of the changes to be made has been given and a quorum is present, or without a meeting if a consent in writing, signed by the number of voting members of the Corporation whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation. Within ten (10) days after obtaining such authorization by written consent, notice summarizing the action shall be given to those members of the Corporation who have not consented in writing.

ARTICLE VII DISSOLUTION

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed (i) for one or more exempt purposes to any organization which shall then be qualified for exemption under Section 501©(3) of the Internal Revenue Code and to which a contribution shall be permitted as a deduction under Sections 170, 2055, or 2522 of the Code as applicable, (ii) to the federal government, or (iii) to a state or local government for a public purpose. Any 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, as the said court shall determine, to one or more such organizations as have been organized and operated exclusively for such purposes. None of the assets shall be distributed to any officer, member of the Governing Board, or member of the Corporation, or any other person or organization not described in the preceding sentence.

ARTICLE VIII INITIAL DIRECTORS AND/OR OFFICERS

Richard LaRiviere of 6901 Caliente Blvd, Land O' Lakes, FL 34637 Founder/President and Board Member

Margaret A Banks of 4417 Hidden Shadow Dr, Tampa, FL 33614 Sec/Treasure and Board Member

ARTICLE IX INITIAL REGISTERED AGENT AND STREET ADDRESS

Margaret A Banks of 4417 Hidden Shadow Dr, Tampa, FL 33614 (813) 786-3521

ARTICLE X INCORPORATOR

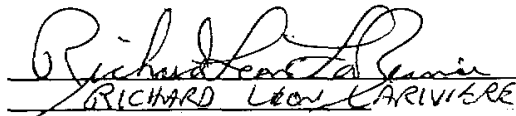
Richard LaRiviere of 6901 Caliente Blvd, Land O' Lakes, FL 34637

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.



Signature/Registered Agent

2/3/2005
Date



Signature/Incorporator

2-3-05
Date

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In Addition to those powers given by statute, the corporation shall have the powers as follows:

- A. To act as trustee of funds, artifacts or other assets given for its purpose, to receive by bequest, devise, gift, purchase, loan or lease, either absolutely or in trust, and

- property, whether real, personal or mixed; and to administer such property and such trusts; to sell and convey such property and to invest and reinvest the proceeds from the same or the proceeds and income therefrom in such manner, for the purpose of the corporation, as, in the discretion of the Board of Directors and /or the Head Curator, will best promote the purpose of the corporation.
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 - D. To contract and be contracted with, to buy, sell or lease real estate, to secure financing, to sue and be sued, invest and reinvest the funds of the corporation, and to do all acts and things requisite, necessary, proper and desirable to carry out the purpose for which *this corporation is formed*.
 - E. To do all things incident or necessary to carry out the purpose of the corporation.

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ARTICLE X INCORPORATOR


Richard LaRiviere of 6901 Caliente Blvd, Land O' Lakes, FL 34637

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Margaret A Banks
Signature/Registered Agent

2/3/2005
Date



RICHARD LEON LARIVIERE
Signature/Incorporator

2-3-05
Date

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