

# N06000005603

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RED CHEMISTRY INC.

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**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
RED CHEMISTRY INC.**

Pursuant to the provisions of Sections 617.1001 et seq., Florida Statutes, the following provision of the Articles of Incorporation of Red Chemistry Inc., a Florida nonprofit corporation (the "Corporation"), Document Number N06000005603, be, and are hereby, amended as set forth below:

Article I of the Articles of Incorporation of the Corporation is amended by deleting it in its entirety and inserting a new Article I to read as follows:

**ARTICLE I**

The name of the corporation shall be RED CHEMISTRY INC. (the "Corporation"). The corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code ("Code"), including for such purposes, receiving contributions and paying them over to organizations which are described in section 501(c)(3) of the Code and exempt from taxation under section 501(a) of the Code. Without limiting the foregoing, the corporation is organized to:

- (i) Promote the art of film making by providing unknown independent filmmakers the opportunity to display their films in Florida around St. Valentine's Day in a film festival to be conducted by the corporation;
- (ii) Highlight, and educate the public about, the work of European filmmakers;
- (iii) Support the work of film students and enable new talents to become involved quickly in a professional project thanks to a short-movie competition at film festivals conducted by the corporation;
- (iv) Donate a portion of the net proceeds from film festival ticket sales and sponsorships to an organization that qualifies as a 501(c)(3) organization under the Code;
- (v) Establish a children's movie festival; and
- (vi) Expand the scope of the corporation's film festival activities to other locations throughout the United States.

Article VI of the Articles of Incorporation of the Corporation is amended by deleting it in its entirety and inserting a new Article VI to read as follows:

**ARTICLE VI**

The corporation shall be perpetual. Upon the dissolution of this non-profit corporation assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code or corresponding section of any future Federal 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 to such organizations as the court shall determine will best accomplish the general purposes for which the corporation is organized.

There are no members. The foregoing amendment was adopted by the Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of

September 15, 2006.

**RED CHEMISTRY INC.**

By: Isabelle Landman  
Isabelle Landman, President