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Date:

12/2/09

Requestor Name: Carlton Fields

Address: Post Office Box 190
Tallahassee, Florida 32302

Telephone: (850) 224-1585

Contact Name: Kim Pullen (261)

Corporation Name:

Art, Culture and Entertainment, Inc.

Entity Number (if applicable):

Authorization:

Kim Pullen

☒

Articles

Certified Copy (1-9)

☐ Plain Copy

☐ UCC'S

☐ Certificate of Status

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<input checked="" type="checkbox"/>	NEW FILINGS/OTHER FILINGS	<input checked="" type="checkbox"/>	AMENDMENTS/REGISTRATION/ QUALIFICATION
	PROFIT		AMENDMENT
<input checked="" type="checkbox"/>	NONPROFIT		RESIGNATION OF R.A., OFFICER/DIRECTOR
	LIMITED LIABILITY		CHANGE OF REGISTERED AGENT
	DOMESTICATION		DISSOLUTION/WITHDRAWAL
	OTHER		MERGER
	ANNUAL REPORT		FOREIGN CORPORATION
	FICTITIOUS NAME		LIMITED PARTNERSHIP
	NAME RESERVATION		REINSTATEMENT
			TRADEMARK
			OTHER

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TAL#501656.02

ARTICLES OF INCORPORATION

ARTICLE I

NAME

The name of the corporation is ART, CULTURE AND ENTERTAINMENT, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal street address and mailing address is: 6120 Enterprise Drive, Pensacola, Florida 32505-1858.

ARTICLE III

PURPOSE

The corporation is organized exclusively for charitable and educational purposes, including for such purposes, the making of distributions to art institutions, cultural events and community entertainment organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

ARTICLE IV

MANNER OF ELECTION

The method of electing of directors shall be stated in the bylaws.

ARTICLE V

INITIAL DIRECTORS AND/OR OFFICERS

The names, addresses and specific titles of the initial directors are:

David M. Bear	6120 Enterprise Drive Pensacola, Florida 32505-1858	Director
Lewis Bear, Jr.	6120 Enterprise Drive Pensacola, Florida 32505-1858	Director
Jan Miller	32860 Carrier Drive Lillian, Alabama 36549	Director

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ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

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

David M. Bear
6120 Enterprise Drive
Pensacola, Florida 32505-1858

ARTICLE VII
NO PRIVATE INUREMENT

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, 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 these Articles. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the corporation so elects, it may make such expenditures in conformity with Section 501(h) of the Internal Revenue Code) and the corporation shall not participate in or intervene in (including 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, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE VIII
DISTRIBUTION OF ASSETS UPON DISSOLUTION OR LIQUIDATION

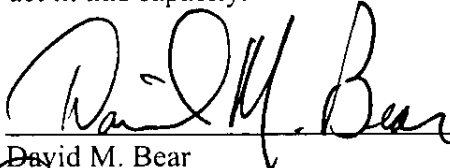
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local 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 for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX
INCORPORATOR

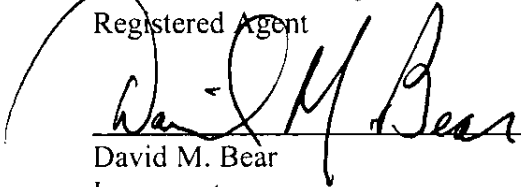
The name and address of the Incorporator is:

David M. Bear
6120 Enterprise Drive
Pensacola, Florida 32505-1858

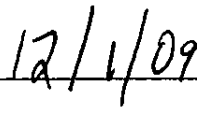
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



David M. Bear
Registered Agent



David M. Bear
Incorporator



Date

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