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COVER LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

▼\$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy

\$87.50 Filing Fee, Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: SHANE DOUBERLY

Name (Printed or typed)

2342 PARK ST #4

Address

JACKSONVILLE, FL 32204 City, State & Zip

904-665-4354

Daytime Telephone number

TIM@JAMESANDHARRIS.COM

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

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION In Compliance with Chapter 617, F.S. (Not for Profit)

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE 1 NAME

The name of the corporation shall be:

The Citrus Cel Animation Film Festival, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2342 Park St #4 Jacksonville, FL 32204

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The purpose of this corporation and restrictions are as follows:

(a) The purposes for which the corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue Laws. The corporation shall promote interest, knowledge and appreciation of the arts, specifically, but not limited to, those of graphic animation, motion picture films and film history.

(b) The corporation shall restrict its operations to the promotion of charitable, literary, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as presently or hereafter existing ("Code"). Notwithstanding any provision of these Articles of Incorporation to the contrary, the corporation shall take no action inconsistent with the provisions of the Florida Not For Profit Corporation Act.

(c) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 herein.

(d) To do any and all things and exercise any and all powers, rights and privileges provided herein and in the Bylaws consistent with its purposes and with the provisions of Section 501(c)(3) of the Code.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method of electing directors shall be as provided in the Bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Shane Douberly	2342 Park St #4 Jacksonville, Florida 32204	Director / President
William Waller	2342 Park St #4 Jacksonville, Florida 32204	Director / Vice-President
Brian Oakley	2342 Park St #4 Jacksonville, Florida 32204	Director

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address (P.O. Box NOT acceptable) of the registered agent:

Shane Douberly 2342 Park St #4 Jacksonville, FL 32204

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Shane Douberly 2342 Park St #4 Jacksonville, FL 32204

Having been named as registered agent to accept service of process for the above state 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

Signatúre/Incorporator

9/22/10 Date 9/22/10



