

W/50000 2099

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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

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(Business Entity Name)

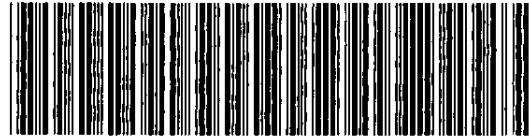
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W/5-10518

MAR 2 - 2015

S. GILBERT

## COVER LETTER

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

**SUBJECT: Windermere Film Guild, Inc.**  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: **Kenneth S. Carpenter**  
Name (Printed or typed)

**1707 Westover Reserve Blvd.**  
Address

**Windermere, FL 34786-6213**  
City, State & Zip

**407-293-6225**  
Daytime Telephone number

**ken@powerfade.com**  
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
15 FEB 23 PM 12:25

ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED

February 12, 2015

KENNETH S. CARPENTER  
1707 WESTOVER RESERVE BLVD  
WINDERMERE, FL 34786-6213

SUBJECT: WINDERMERE FILM GUILD, INC.  
Ref. Number: W15000010510

We have received your document for WINDERMERE FILM GUILD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the corrected 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) 245-6052.

Sylvia Gilbert  
Regulatory Specialist II  
New Filing Section

Letter Number: 915A00002991

**ARTICLES OF INCORPORATION  
OF  
WINDERMERE FILM GUILD, INC.**

In compliance with the requirements of Florida Statutes, Chapter 617, the undersigned serves as incorporator, for the purpose of forming a corporation not-for-profit and does hereby certify

FILED  
15 FEB 23 AM 11:19  
CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

**ARTICLE I — NAME OF CORPORATION**

The name of the corporation is Windermere Film Guild, Inc. (hereinafter called the "Corporation").

**ARTICLE II — PRINCIPAL OFFICE OF THE CORPORATION**

The principal office and mailing address of the Corporation shall be 1707 Westover Reserve Blvd., Windermere, Florida, 34786-6213.

**ARTICLE III — PURPOSES AND POWERS OF THE CORPORATION**

The Corporation is dedicated to the promotion of film as an art form. The Corporation will make available to the community films of artistic, educational and cultural importance.

This Corporation does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are:

- (1) exclusively for charitable, educational, religious and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws governing the distributions to organizations qualified as tax-exempt; and
- (2) except as limited by the Articles of Incorporation, and the Bylaws, the Corporation will have and exercise all rights and powers in the furtherance of its purposes as are or may hereafter be conferred on not-for-profit corporations pursuant to Chapter 617, Florida Statutes, and in accordance with other applicable law.
- (3) Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any United States Internal Revenue law.

**ARTICLE IV — MANNER OF ELECTION**

The affairs of this Corporation shall be managed by its Board of Directors. The method of election or appointment of the Board of Directors shall be fixed and governed by the Bylaws of the Corporation.

**ARTICLE V — BOARD OF DIRECTORS**

The names and addresses of the initial directors/officers are:

Kenneth S. Carpenter, President      1707 Westover Reserve Blvd., Windermere, Florida 34786

Debra A. Carpenter, Treasurer      1707 Westover Reserve Blvd., Windermere, Florida 34786

Eric Kullich, Secretary      1714 Westover Reserve Blvd., Windermere, Florida 34786

**ARTICLE VI — REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the registered agent is:

Kenneth S. Carpenter      1707 Westover Reserve Blvd., Windermere, Florida 34786

**ARTICLE VII — DISSOLUTION**

A majority of the Board of Directors may authorize dissolution of the Corporation. After dissolution is authorized, the Corporation must file articles of dissolution, in compliance with Section 617.1403, Florida Statutes, with the Department of State.

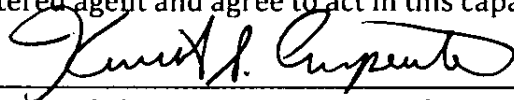
Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

**ARTICLE VIII — INCORPORATOR**

The name and address of the incorporator is:

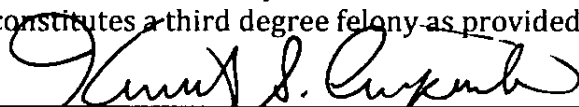
Kenneth S. Carpenter      1707 Westover Reserve Blvd., Windermere, Florida 34786

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.

  
Kenneth S. Carpenter, Registered Agent

2/18/2015  
Date

IN WITNESS HEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Corporation, executed these Articles of Incorporation this 18th day of February, 2015. I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

  
Kenneth S. Carpenter, Incorporator

2/18/2015  
Date