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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

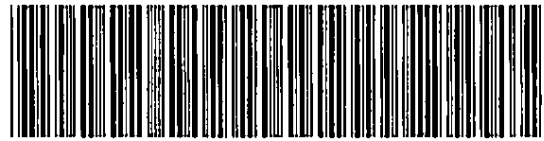
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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08/24/17--01010--002 **10.00

08/07/17--01009--018 **70.00

08/07/17--01009--017 **25.00

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Filing Office
10800

JBW
8/28

N17-06550



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 10, 2017

KEVIN MILLER
1610 HURON TRL
MAITLAND, FL 32751

SUBJECT: FLORIDA SURF FILM FESTIVAL, LLC
Ref. Number: L16000012274

We have received your document for FLORIDA SURF FILM FESTIVAL, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A LLC cannot convert into a Non-Profit Corporation. The procedure to create a Non_profit Corporation is to submit in a new filing application and to dissolve the LLC.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Octavia L Simmons
Regulatory Specialist II

Letter Number: 117A00016326

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Florida Surf Film Festival, Inc.

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607

Please return all correspondence concerning this matter to:

Kevin Miller

Contact Person

Florida Surf Film Festival

Firm/Company

1414 Art Center Avenue

Address

New Smyrna Beach Florida 32168

City, State and Zip Code

kmiller1028@me.com

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

For further information concerning this matter, please call:

Kevin Miller

at (

407

)

252-7402

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees and Certificate of Status ☐ \$113.75 Filing Fees and Certified Copy ☐ \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

Non-

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 617 Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
Florida Surf Film Festival, LLC

Enter Name of Other Business Entity

2. The "Other Business Entity" is a Limited Liability Company
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 01/19/2016 Effective 01/14/2016
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:
Florida Surf Film Festival, Inc

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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STAT.
10000

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Non-

Signed this 16th day of August, 2017.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an

Incorporator: X [Signature]

Printed Name: Kevin Miller Title: Chair

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: X [Signature]

Printed Name: ~~Managing Member~~ Kevin Miller Title: Managing Member

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**Articles of Incorporation
of
Florida Surf Film Festival, Inc.**

We, the undersigned, desiring to associate ourselves together for the purpose of forming a non-profit corporation, under the provisions of Chapter 605, Florida Statutes (2016) do hereby make, subscribe, acknowledge and file the following proposed Articles of Organization:

ARTICLE 1

NAME

The name of the corporation shall be "Florida Surf Film Festival, Inc." (referred to hereinafter as FSFF).

ARTICLE II

ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The address and principal place of business of FSFF shall be 1414 Art Center Avenue, New Smyrna Beach, FL 32168.

ARTICLE III

PURPOSE OF CORPORATION

The purpose of FSFF is to invigorate surf culture and artistic appreciation by exhibiting contemporary, documentary films throughout the year with surfing as a focus from artists around the world and to operate featured-artist workshops in journalism, photography, and filmmaking.

The basic purposes and aims of this corporation shall, at all times, be charitable, educational, scientific, literary, or community enriching. The corporation shall have such powers and authority as are allowed and granted to corporations not for profit under the laws of the State of Florida and the United States of America.

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

ARTICLE IV

MANNER OF ELECTION

The current officers shall periodically nominate current or new officers and then elect the directors only by a unanimous vote.

ARTICLE V

TERM OF EXISTENCE

The corporation shall have perpetual existence unless sooner terminated by the unanimous agreement of the board of directors.

ARTICLE VI

NAMES AND RESIDENCES OF BOARD OF DIRECTORS

Kevin Miller	1610 Huron Trail Maitland, FL 32751
John Brooks	4712 Dixie Drive Ponce Inlet, FL 32127

ARTICLE VII

MANAGING OFFICERS

The affairs of the corporation are to be managed by a board of directors, which shall be composed of a Chairman and not less than one additional director. Two members shall constitute a quorum and the affirmative vote of the majority, not being less than a quorum, shall be necessary to transact the business of the corporation, with the exception of the election of new directors and/or officers in which case a unanimous vote is required. The Chairman of the Board of Directors and the Vice Chairman shall be authorized to sign checks and drafts and documents evidencing indebtedness as are authorized by the majority of said Board.

ARTICLE VIII

BY-LAWS OF CORPORTION

The Board of Directors shall have the authority and power to adopt such by-laws as they shall determine necessary to carry out the purposes of the corporation, and to amend the same

from time to time.

ARTICLE IX

DISSOLUTION

If the Board of Directors becomes inactive for more than three (3) years, and/or decides to dissolve the corporation, as is within their power, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization 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 X

AMENDMENTS TO ARTICLES OF INCORPORATION

The Board of Directors shall have the authority to amend at any time and from time to time the Articles of Incorporation of FSFF.

ARTICLE XI

RESIDENT AGENT

The following named person, whose acceptance appears below as a subscriber, is hereby designated and agrees to be the agent for service of process within the State of this corporation and its officers and directors, and agrees to accept service of process, to keep an office open during prescribed hours for acceptance of service of process and to post his name and address in some conspicuous place in any office maintained by the corporation as required by law.

Kevin Miller
1610 Huron Trail
Maitland, FL 32751

ARTICLE XII


INCORPORATOR

Kevin Miller
1610 Huron Trail
Maitland, FL 32751


ARTICLE XIII
EFFECTIVE DATE:

Please see attached conversion paperwork documenting the conversion of the entity from Florida Surf Film Festival, LLC to Florida Surf Film Festival, Inc. The effective date of the conversion shall be January 14, 2016, the original date of the LLC incorporation, unless otherwise determined by the State of Florida Division of Corporations.

In Witness whereof, the undersigned have made and subscribed these Articles of Incorporation at New Smyrna Beach, Volusia County, for the purposes and uses aforesaid.


Witness


Kevin Miller, Registered Agent


Witness


Kevin Miller, Incorporator