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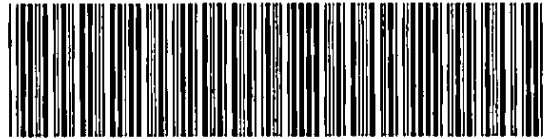
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COVER LETTER

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

SUBJECT: LIGHTNING BOLT PRODUCTIONS, 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: Mitchell T. McRae, Esq.

Name (Printed or typed)

5300 West Atlantic Avenue, Suite 412

Address

Delray Beach, FL 33484

City, State & Zip

561-638-6600 (Ext. 1)

Daytime Telephone number

mmcrae@mcraselawfirm.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 OF

LIGHTNING BOLT PRODUCTIONS, INC.

In compliance with Chapter 617, F.S.. (Not for Profit)

The undersigned, Jay Hoffman, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act adopts the following articles of incorporation:

Article I: Name

The name of the corporation shall be **Lightning Bolt Productions, Inc.**

Article II: Principal Office

Principal street address: 17542 Circle Pond Court, Boca Raton, FL 33496

Mailing address: 17542 Circle Pond Court, Boca Raton, FL 33496

Article III: Purpose

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Specifically, this corporation is organized to operate a musical theatre company to serve the community broadly and to fulfill its artistic and community obligations by: (a) focusing on the highest possible standards of artistic performance, (b) providing educational programs, workshops, classes, and opportunities for new talent to be trained in acting, voice, direction, dramatic arts, and the elements of production techniques, (c) providing public performances of theatrical productions featuring aspiring community actors, including aspiring middle school and high school actors performing alongside established actors, (d) providing opportunities for public performances by a wide variety of artists chosen for their artistic merit, (e) developing productions of new and original theatrical works, and (f) offering some performances which are open to the public for free.

Article IV: Duration

The corporation shall have perpetual duration.

Article V: Property and Profits/Tax Exemption Requirements

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VI: Manner of Election and Appointment of Directors

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a Board of Directors. The number of directors of the corporation shall be no less than three (3). The directors named in these articles as the first Board of Directors shall hold office until the first meeting of members to be held on October 25, 2018 at 1:00 P.M. at 17542 Circle Pond Court, Boca Raton, FL 33496, at which time an election of directors shall be held. Directors elected at the first annual meeting and at all times thereafter shall serve for a term of years until the second annual meeting of members following the election of directors and until the qualification of their successors in office.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all the members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the Board. Such action by written consent will have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of directors, shall be filled by the Board of Directors. A director elected or appointed to fill a vacancy shall be elected for the unexpired term of the director's predecessor in office. Any vacancy occurring on the board of directors may be filled by the affirmative vote of the majority of the remaining directors, even though the remaining directors constitute less than a quorum, or by the sole remaining director or, if the vacancy is not so filled or if no director remains, by the members or, on the application of any person, by the circuit court of the county where the registered office of the corporation is located. Any directorship to be filled by reason of an increase in the number of directors may be filled by the board of directors, but only for a term of office continuing until the next election of directors by the members or, if the corporation has no members or no members having the right to vote thereon, for such term of office as is provided in the articles of incorporation or the bylaws.

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The names and addresses of the persons who are to serve as the initial directors are:

| <u>Name</u> | <u>Address</u> |
|----------------|---|
| Jay Hoffman | 17542 Circle Pond Court Boca Raton, FL 33496 |
| Jessie Hoffman | 17542 Circle Pond Court Boca Raton, FL 33496 |
| Andrew Shultz | 13650 Sabatini Lane Delray Beach, FL 33446 |
| Ira S. Frankel | 8860 Southern Orchard Rd South Davie, FL 33328 |

Article VII: Officers

The Board of Directors shall elect the president, vice president, treasurer, secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially such officers are to be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

| <u>Name and Title</u> | <u>Address</u> |
|--------------------------------|---|
| Jay Hoffman, President | 17542 Circle Pond Court Boca Raton, FL 33496 |
| Jessie Hoffman, Vice President | 17542 Circle Pond Court Boca Raton, FL 33496 |
| Andrew Shultz, Secretary | 13650 Sabatini Lane Delray Beach, FL 33446 |
| Ira S. Frankel, Treasurer | 8860 Southern Orchard Rd South Davie, FL 33328 |

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NOTARIAL PUBLIC
DAVID E. FRANKEL, FLOIDA

Article VIII: Registered Office and Agent

The street address of the initial registered office of the corporation is: 17542 Circle Pond Court, Boca Raton, FL 33496. The name of the original registered agent at such address is Jay Hoffman.

Article IX: Incorporator

The name and address of the incorporator is: Jay Hoffman, 17542 Circle Pond Court, Boca

Raton, FL 33496

Article IX: Distribution Upon Dissolution

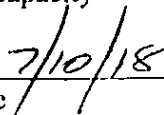
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local 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.

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



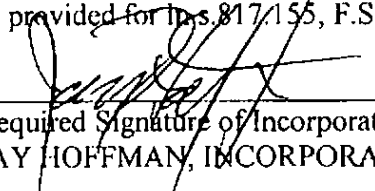
Required Signature of Registered Agent
JAY HOFFMAN, REGISTERED AGENT

Date



7/10/18

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.



Required Signature of Incorporator
JAY HOFFMAN, INCORPORATOR

Date



7/10/18