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(Requestor's Name)

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(City/State/Zip/Phone #)

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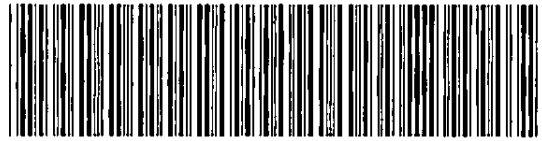
(Business Entity Name)

(Document Number)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RIVER CITY THEATRE, INC.

DOCUMENT NUMBER: N24000012742

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

STEPHEN BILLY

(Name of Contact Person)

RIVER CITY THEATRE, INC.

(Firm/ Company)

2630 CASTLE ROAD

(Address)

JACKSONVILLE, FL 32217

(City/ State and Zip Code)

stephen.billy2013@gmail.com

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

For further information concerning this matter, please call:

STEPHEN BILLY

251

236-1693

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|--|--|--|--|

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

RIVER CITY THEATRE, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N24000012742

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A
The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

N/A

N/A

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

N/A

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

N/A

New Registered Office Address:

N/A

(Florida street address)

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

Article III. The corporation is organized exclusively for and will be operated exclusively for charitable, educational, and artistic purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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. Without restricting and not in limitation of the foregoing,

the primary purpose and objective is to produce innovative, first-rate theatrical productions and educational programming that are entertaining, engaging, and empowering to develop the theatrical arts within and around Duval County, FL. The corporation shall not pursue any act or acts, purpose or purposes for its pecuniary profit, but such prohibition shall not limit the authority of the corporation to engage in fundraising and to accumulate reasonable reserves for the accomplishment of its not-for-profit purposes. The corporation shall have and be authorized to exercise all powers from time to time granted by law to Florida corporations not-for-profit, subject however to the limitations elsewhere expressed in these Articles.

Article X. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 of the corporation as 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, 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 activities not permitted to be carried on (a) by a corporation exempt from federal 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.

****CONTINUED ON ATTACHED SHEETS****

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: JANUARY 1, 2025
(no more than 90 days after amendment file date)

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.

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 12/9/2024

Signature Stephen Billy
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

STEPHEN BILLY

(Typed or printed name of person signing)

INCORPORATOR

(Title of person signing)

**ATTACHMENT TO ARTICLES OF AMENDMENT TO AMEND THE
ARTICLES OF INCORPORATION OF RIVER CITY THEATRE, INC.**

DOCUMENT NUMBER N24000012742

ARTICLE XI

No officer or director of the corporation shall be personally liable for the debts of the corporation of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of the corporation.

ARTICLE XII

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 in 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 are organized and operated exclusively for such purposes.

ARTICLE XIII

These Articles of Incorporation may be amended only by affirmative vote of a majority of the Board of Directors.

**AMENDED ARTICLES OF INCORPORATION OF
RIVER CITY THEATRE, INC.**

The undersigned, a majority of whom are citizens of the United States, desiring to amend the Articles of Incorporation of River City Theatre, Inc., a non-profit corporation under the non-profit laws of Florida, do hereby certify:

ARTICLE I

The name of the corporation is River City Theatre, Inc.

ARTICLE II

The principal place of business address is 2630 Castile Road, Jacksonville, FL 32217. The mailing address of corporation is 2630 Castile Road, Jacksonville, FL 32217.

ARTICLE III

The corporation is organized exclusively for and will be operated exclusively for charitable, educational, and artistic purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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. Without restricting and not in limitation of the foregoing, the primary purpose and objective is to produce innovative, first-rate theatrical productions and educational programming that are entertaining, engaging, and empowering to develop the theatrical arts within and around Duval County, FL. The corporation shall not pursue any act or acts, purpose or purposes for its pecuniary profit, but such prohibition shall not limit the authority of the corporation to engage in fundraising and to accumulate reasonable reserves for the accomplishment of its not-for-profit purposes. The corporation shall have and be authorized to exercise all powers from time to time granted by law to Florida corporations not-for-profit, subject however to the limitations elsewhere expressed in these Articles.

ARTICLE IV

The manner in which directors are elected or appointed is as provided for in the By-Laws.

ARTICLE V

The name and Florida street address of the registered agent is Jason C. Taylor, 4132 Ortega Forest Drive, Jacksonville, FL 32210.

ARTICLE VI

The name and address of the incorporator is Stephen Billy, 2630 Castile Road, Jacksonville, FL 32217.

ARTICLE VII

The initial officers and directors of the corporation are:

Stephen S. Billy, 2630 Castile Road, Jacksonville, FL 32217

Perry M. Jones, 2200, Trailwood Drive, Cantonment, FL 32533

Jason C. Taylor, 4132 Ortega Forest Drive, Jacksonville, FL 32210

Windy B. Taylor, 4132 Ortega Forest Drive, Jacksonville, FL 32210

Sydney Brammer, 1900 Olevia Street Apartment 146, Jacksonville, FL 32207

James Hall, 3500 Via de la Reina, Jacksonville, FL 32217

ARTICLE VIII

The effective date for this corporation shall be January 1, 2025.

ARTICLE IX

The corporation shall constitute a Florida not for profit corporation without members.

ARTICLE X

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 of the corporation as 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, 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 activities not permitted to be carried on (a) by a corporation exempt from federal 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(e)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XI

No officer or director of the corporation shall be personally liable for the debts of the corporation of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of the corporation.

ARTICLE XII

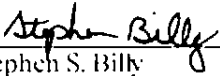
Upon the dissolution of the corporation, all assets remaining after payment of costs and expenses of such dissolution shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, 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 in 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 are organized and operated exclusively for such purposes.

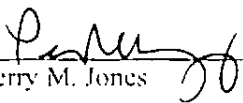
ARTICLE XIII

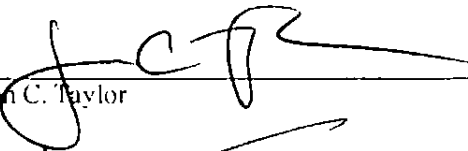
These Articles of Incorporation may be amended only by affirmative vote of a majority of the board of directors.

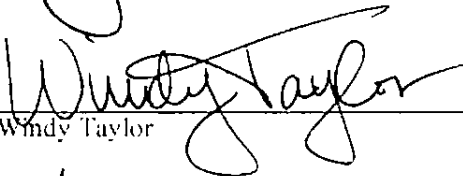
In witness whereof, we, the Board of Directors, have hereunto subscribed our names this

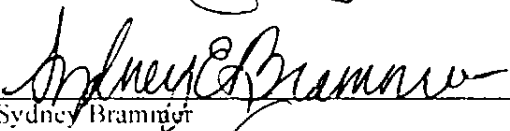
9th day of December, 2024.

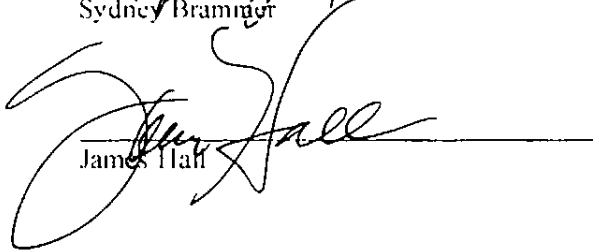

Stephen S. Billy


Perry M. Jones


Jason C. Taylor


Windy Taylor


Sydney Brammer


James Hall