

# N95000002123

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P. O. Box 10662

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Tallah. FL 32302

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6684318

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. THE HOLLYWOOD BOULEVARD THEATRE INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <i>+ REINSTATED</i>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Amended*  
*Reinstated*  
*Art.*  
11/10/97  
97 NOV 10 PM 1:16  
DIVISION OF CORPORATION

Examiner's Initials

*DK*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED RESTATED  
ARTICLES OF INCORPORATION  
of  
**The Hollywood Boulevard Theatre, Inc.**  
A FLORIDA CORPORATION NOT FOR PROFIT

The undersigned President of The Hollywood Boulevard Theatre, Inc., a Florida corporation not for profit, does hereby certify that at a meeting of the directors and members of said corporation, called pursuant to law and held at 1938 Hollywood Boulevard, Hollywood, Florida, on the 7<sup>th</sup> day of November, 1997, the following Preamble and Amended Restated Articles of Incorporation were adopted, to wit:

WHEREAS, the directors and members have determined that the original Articles of Incorporation of The Hollywood Boulevard Theatre, Inc., executed on the 18<sup>th</sup> day of April, 1995 and filed with the Florida Secretary of State on the 27<sup>th</sup> day of April, 1995, erroneously failed to include language required by the Internal Revenue Service; and

WHEREAS, it was intended that the instant corporation be organized as a Florida corporation not for profit under Chapter 617, Florida Statutes, and that said corporation qualify as exempt under section 501(C)(3) of the Internal Revenue Code;

NOW THEREFORE, the directors and members, in order to correct the prior filing, have adopted the within Amended Restated Articles of Incorporation of The Hollywood Boulevard Theatre, Inc.; said Articles being constituted as follows:

**Article 1. Name.** The name of the corporation shall be The Hollywood Boulevard Theatre, Inc.

**Article 2. Duration.** The duration of the corporation is perpetual.

**Article 3. Purpose.** The purposes for which The Hollywood Boulevard Theatre, Inc. is organized are exclusively charitable, religious, educational, scientific and literary within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

A. This corporation is a not for profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are to:

1. Provide professional and amateur dramatic productions to the surrounding community;
2. Educate the community on current issues through dramatic presentation;

3. Teach members of the community various aspects of the theater;  
and
4. Exercise all rights and powers conferred by the laws of the  
State of Florida upon not for profit corporations.

B. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by not for profit corporations under the Internal Revenue Code, and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, or officers, but the corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

**Article 4. Members.** The corporation shall have voting members, who shall be elected (and may be removed) by the voting members, and who shall have all the rights and privileges of members of the corporation. The Bylaws may provide for nonvoting members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial voting members is as follows:

Name	Address
Jerry Waxman	1938 Hollywood Boulevard Hollywood, Florida 33020
David Taylor London	1938 Hollywood Boulevard Hollywood, Florida 33020
Amy London Tarallo	1938 Hollywood Boulevard Hollywood, Florida 33010

**Article 5. Initial Registered Agent and Office.** The initial registered agent is Jerry Waxman and the initial registered office is 1938 Hollywood Boulevard, Hollywood, Broward County, Florida 33020. This is also the principal office and mailing address for the corporation.

**Article 6. Initial Board of Directors.** The initial board of directors shall have three members whose names and addresses are:

Jerry Waxman	1938 Hollywood Boulevard Hollywood, Florida 33020
David Taylor London	1938 Hollywood Boulevard Hollywood, Florida 33020

Amy London Tarallo      1938 Hollywood Boulevard  
Hollywood, Florida 33020

The number of directors may be raised or lowered by amendment of the Bylaws but shall in no case be less than three. The directors shall be elected according to the Bylaws.

**Article 7. Officers.** The officers of the corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each officer shall be elected by the board of directors (and may be removed by the board of directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial officer of the corporation is as follows:

Title	Name	Address
President	Jerry Waxman	1938 Hollywood Boulevard Hollywood, Florida 33020
Secretary	David Taylor London	1938 Hollywood Boulevard Hollywood, Florida 33020
Treasurer	Amy London Tarallo	1938 Hollywood Boulevard Hollywood, Florida 33020

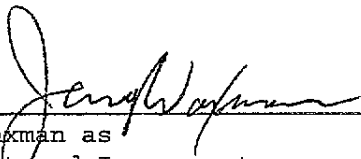
**Article 8. Incorporator.** The name and address of the incorporator of this corporation is Jerry Waxman, 1938 Hollywood Boulevard, Hollywood, Florida 33020.

**Article 9. Nonstock Basis.** The corporation is organized and shall be operated on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the Bylaws.

**Article 10. Earnings.** 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 Three 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 11. 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.

IN WITNESS WHEREOF I have hereunto subscribed my name this 7th day of November, 1997.

  
\_\_\_\_\_  
Jerry Waxman as  
President and Incorporator

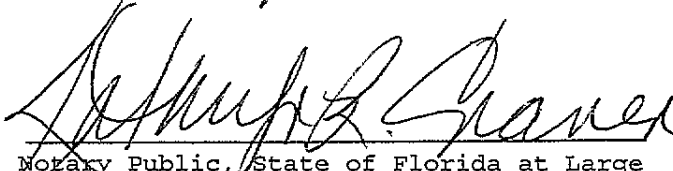
STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME personally appeared Jerry Waxman, and he presented a Florida driver license for identification, who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

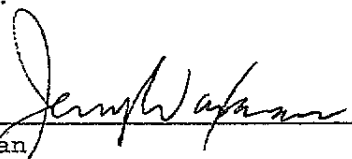
WITNESS my hand and official seal this 7th day of November, 1997.



Kathryn R. Craven  
MY COMMISSION # CC564904 EXPIRES  
August 13, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large  
My Commission expires:

I accept designation as registered agent:

  
\_\_\_\_\_  
Jerry Waxman