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**THE HOLLYWOOD REGIONAL CENTER FOR THE ARTS, INC.**

*2640 Washington Street  
Hollywood, Florida, 33020*

*954-922-0404 Phone  
954-922-0666 Fax*

*Writer's Direct Dial: 561-213-1605*

March 6, 2006

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

**SUBJECT: The Hollywood Regional Center for the Arts, Inc.**

Enclosed are an original and one (1) copy of the AMENDED - Articles of Incorporation and a check for \$35.00 for the processing of the documents.

Thank you for the processing of these documents in a timely manner.

Sincerely,  
**Hollywood Regional Center for the Arts, Inc.**

A handwritten signature in black ink, appearing to read "Deborah S. Golden-Gestner", with a long horizontal flourish extending to the right.

Deborah S. Golden-Gestner  
**Recording Secretary**

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** The Hollywood Regional Center for the Arts, Inc.

**DOCUMENT NUMBER:** N95000002123

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

Please return all correspondence concerning this matter to the following:

Deborah S. Golden-Gestner

(Name of Contact Person)

The Hollywood Regional Center for the Arts, Inc.

(Firm/ Company)

2640 Washington Street

(Address)

Hollywood, Florida, 33020

(City/ State and Zip Code)

For further information concerning this matter, please call:

Deborah S. Golden-Gestner

(Name of Contact Person)

at ( 561 ) 213-1605

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAR 28 AM 10:27

The Hollywood Regional Center for the Arts, Inc.

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

n95000002123

(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:

**NEW CORPORATE NAME (if changing):**

(already changed)

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article II - Principal Office Location: ADDED Business location address. DELETED home address of previous registered agent as place of business.

Article III - Purpose - ADDED - new details for organizational purpose to include more theatrical productions, television and radio with PBS.

Article IV - Election of Officers: - ADDED - Definition of terms of office provided. ADDED: Specific community makeup

Article IV - ADDED- specific details of whom is to be appointed and eligible to serve on Board from the community.

Article IVa - Meeting and Voting Standards - ADDED: details were added as to how many meetings are held

Article IVa - CONTINUED - annually and how many meetings can a board member miss. Also, voting by phone is permitted.

Article V - Change of Officers - ADDED: Non-Voting Board members, ADDED New Directors with all contact information

Article V - CONTINUED - DELETED: Officers with expired terms. ADDED: Officer's who were on corporation before without specific terms.

(Attach additional pages if necessary)  
(continued)

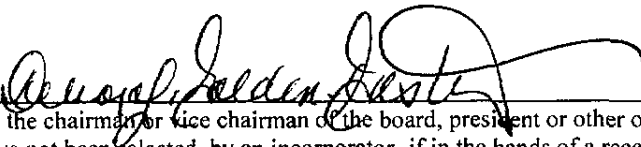
The date of adoption of the amendment(s) was: February 2, 2006

Effective date if applicable: February 2, 2006  
(no more than 90 days after amendment file date)

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

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature



(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.)

Deborah S. Golden-Gestner

(Typed or printed name of person signing)

Secretary/Treasurer

(Title of person signing)

**FILING FEE: \$35**

## **AMENDED - ARTICLES OF INCORPORATION**

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

### **ARTICLE I NAME**

The name of the corporation shall be: *THE HOLLYWOOD REGIONAL CENTER FOR THE ARTS, INC.* Herein named the *HRCA*.

### **ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be located at the *THE HOLLYWOOD REGIONAL CENTER FOR THE ARTS, INC* which is the former historical theater known as *THE HOLLYWOOD PLAYHOUSE* situated at 2640 Washington, Street, Hollywood, Florida, 33020.

### **ARTICLE III PURPOSE**

The purpose for which the corporation is organized is to provide community & regional theater, musical productions, dance, concerts, films and children's theater. Also included in the broadened mission will be radio, television and public broadcast productions for national distribution and viewing. The organization will be working in concert with the City of Hollywood's Parks and Recreation Department to include programming for their children's summer programs as a community service to citizens of the City of Hollywood and Broward County, Florida. The facility will also support a number of students associated with area universities that are seeking their advanced academic degrees in theater, music, film, direction or cultural management. Art, Museum and Photography exhibitions will be included in the new facilities overall programming. Incorporated into the organizations long range plan will be productions to compliment events hosted at the *HRCA*. The facility will be supported by community grants, donors, government grants and membership fees and sponsorships that support non-profit organizations. It is the purpose of the *HRCA* to be maintained as a not-for-profit corporation so it will insure that community and regional theater will remain accessible to South Florida theater patrons at an affordable cost for all to enjoy regardless of socio-economic position or income level.

### **ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected or appointed involve a specific community breakdown which is as follows: The Board of Directors will consist of the following members:

*3 members from an associated group known as THE NATIONAL CENTER FOR JEWISH CULTURAL ARTS, Inc - an existing 501 © 3.*

*2 members from the existing Board of Directors that were previously known as The Hollywood Blvd Theatre, Inc which has been re-organized into the HRCA.*

*1 Community Members at Large*

*1 Theater Professional.*

Initial re-organization will be handled by professional group of consultants directing the re-organization in conjunction with the current board and staff of the Hollywood Blvd Theater, Inc.

Once organized, the terms will be 4 year terms with the initial terms staggered at 2 year intervals to insure consistency. Board members may serve three consecutive terms but only 6 terms in a life-time.

At least (1) one member of the Board of Directors will *have* to be a minority. A minority is defined as either a person of ethnic origins other than White OR a person who is a woman..

When a vacancy occurs, the Chairman of the Board of Directors will initiate a search for the appropriate replacement of the person who has resigned. When terms are ending, a nominating committee will be selected by the Chairman to search for replacement Director's that meet the organizations needs.

The Chairman and Vice Chairman of the Board of Directors will be selected annally. No limitation on the term is required for the Chairman or Vice Chairman's reappointment by the Board. All votes are by simple majority.

**The Hollywood Regional Center for the Arts, Inc. – PAGE TWO**

- **Article IV a. – Meetings and Voting Standards:** The Board of Director's members hereby agree that a minimum of FOUR (4) meetings per year will be held to accomplish normal administrative business. Each Board member must attend at least ONE (1) meeting in person. Other meetings may be attended by phone participation pre-arranged with the Staff.

In the event of a posted, circulated CLOSED AGENDA of Board actions required to vote on specific actions – each member may cast their ballot via email. A closed agenda is that which only allows actions on those items that were posted, circulated and noticed to all board members for their approval.

**Article IV b. – Board Meeting Requirements and Time Frames** - A minimum of 72 hours is required for a General Board meeting. A minimum of 14 days is required for an Annual Board Meeting for Elections and Re-Organization Purposes. A Minimum of 24 hours is required to allow for response to Closed Agenda Actions that require email votes and responses to questions or issues that require a Board Action.

**ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS**

List name(s), address(es) and specific title(s):

4- Officers: **Avi Hoffman – Re-organization - President – Co- Founder - HRCA**  
**NON-VOTING** C/O - NCJCA 8556 NW 52ND PL  
CORAL SPRINGS FL 33067

**Jerry Waxman –Re-organization -Vice President,Co-Founder,HRCA&HBT**  
1720 Harrison Street, #14D  
Hollywood, Florida, 33020

**The Honorable Deborah S. Golden-Gestner –**  
**Re-Organization Secretary/Treasurer.**  
807 Enfield Street  
Boca Raton, Florida, 33487

**Peter Librach, Assistant Secretary**  
C/O - NCJCA - 8556 NW 52<sup>ND</sup> Place  
CORAL SPRINGS, FL 33067

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7- Directors: **Laura Turnball – Director (NCJCA) (Minority)**  
**VOTING** C/O NCJCA 8556 N.W. 52ND PL  
CORAL SPRINGS FL 33067

**Miriam Hoffman – Director (NCJCA) (Minority)**  
750 Kappock Street, Apt 205  
Bronx New York, 10463

**Bennet Braverman, Esquire – Director (NCJCA)**  
652 NE 3RD AVENUE  
FT LAUDERDALE FL 33304

**Eleanor Dannenbaum – Director –**  
**(Community Member) (Minority) (Disabled)**  
4116 Palm Aire Drive - #W 166-B  
Pompano Beach, Florida, 33069

**The Hollywood Regional Center for the Arts, Inc. ~ PAGE THREE**

• Director(s) continued

**The Honorable Kenneth Gottlieb – Director – (HBT)**  
125 North 46<sup>th</sup> Avenue  
Hollywood, Florida, 33021

**The Honorable Howard Forman – Director – (HBT)**  
11720 N.W. 12<sup>th</sup> Street  
Pembroke Pines, FL 33026

**Ellen Simmons – Director – Theater Professional**  
470 Isle of Paradise Blvd  
Hallandale Florida, 33009

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Registered Agent: **Alvin Entin, Esquire**  
Entin, Margules, Della Fera  
110 SE 6<sup>th</sup> Street  
Suite 1970  
Fort Lauderdale, Florida, 33027  
954-761-7201

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Jerry Waxman, Former Registered Agent of Hollywood Blvd Theatre, Inc.  
1720 Harrison Street, 14D, Hollywood, Florida, 33020

NOTE: formerly the Hollywood Blvd Theatre, Inc. ~ re-filled Articles that were broadened from the previous filing of the Articles for the HBT .

*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.*

Signature/Registered Agent  Date February 2, 2006

Signature/Incorporator Data  Date February 2, 2006