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LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 010774 4387470

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 122.50

ORDER DATE : July 5, 1996

ORDER TIME : 9:42 AM

ORDER NO. : 010774

CUSTOMER NO: 4387470

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CUSTOMER: Stephen D. Dunegan, Esq
STEPHEN D. DUNEGAN, P.A.

Suite 1650
390 N. Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: SAVE OUR STAR-LITE, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -5 PM 12:13

cf
7/5/96

**ARTICLES OF INCORPORATION
OF**

SAVE OUR STAR-LITE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL -5 PM 12: 13

The undersigned incorporator hereby desires and agrees to form a corporation for charitable and philanthropic purposes under the provisions of Chapter 617 Florida Statutes and says:

ARTICLE I

NAME OF CORPORATION, MAILING ADDRESS

AND ADDRESS OF PRINCIPAL OFFICE

The name of this Corporation shall be SAVE OUR STAR-LITE, INC. The mailing address of the corporation is 2625 Cedar Bluff Lane, Ocoee, Florida 34761. The principal office of this Corporation shall be at 2625 Cedar Bluff Lane, Ocoee, Florida 34761.

ARTICLE II

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be 390 North Orange Avenue, Suite 1650, Orlando, Florida 32801, and the name of the initial registered agent for the Corporation shall be Stephen D. Dunegan, Esquire.

ARTICLE III

POWERS, OBJECTS AND PURPOSES

The primary purpose for which this Corporation is formed is to renovate and operate the last remaining drive-in theater in Central Florida as an historic landmark; to own and operate a museum displaying historical drive-in memorabilia and related items from post-World War II

America; and to provide for the community motion pictures, lectures, musical and dramatic performances and such other artistic and cultural productions and performances as will educate, enlighten and broaden the appreciation of the public in all forms of the performing arts.

This Corporation shall be authorized to exercise the powers permitted nonprofit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, and provided further that this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, or (b) a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV

MEMBERSHIP

The qualification for members and the manner of their admission shall be as regulated by the Bylaws.

ARTICLE V

TERM

This Corporation shall have perpetual existence unless sooner dissolved according to the law.

ARTICLE VI

NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are as follows:

S. SCOTT VANDERGRIFF	2625 Cedar Bluff Lane Ocoee, Florida 34761
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ARTICLE VII

BOARD OF DIRECTORS

Section 1. The number of directors constituting the first Board of Directors shall be three (3). Thereafter, the number of directors constituting the Board shall be as provided in the Bylaws of the Corporation; provided, however, that there shall never be less than three (3) directors.

Section 2. The names and addresses of the first Board of Directors who shall serve until their successors are elected or appointed at the first annual meeting of the membership of the Corporation are as follows:

S. SCOTT VANDERGRIFF	2625 Cedar Bluff Lane Ocoee, Florida 34761
KEVIN CALVERT	1950 Albert Lee Parkway Winter Park, Florida 32789
KATHY BEYERS	P.O. Box 770775 Winter Garden, Florida 34777

ARTICLE VIII

NON-PROFIT STATUS AND DISSOLUTION

Section 1. No part of the net earnings of the Corporation shall inure to the benefit of any individual or member. When appropriate, the Board of Directors may determine to reasonably

compensate any member of the Corporation in accordance with and commensurate with the labor, service or other endeavor performed by such person.

Section 2. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or corresponding sections of any future law, or to the federal, state, or local government for exclusive public purpose.

Section 3. The Corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 or corresponding provisions of any later federal tax laws.

Section 4. The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding provisions of any later federal tax laws.

Section 5. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 or corresponding provisions of any later federal tax laws.

Section 6. The Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 or corresponding provisions of any later federal tax law.


Section 7. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 or corresponding provisions of any later federal tax laws.

IN WITNESS WHEREOF, the undersigned incorporator has hereto set his hand and seal
this 3rd day of July, 1996, for the purpose of forming this Corporation
not for profit under the laws of the State of Florida.

S. Scott Vandergrift
S. SCOTT VANDERGRIFF, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3rd day of
July, 1996, by S. SCOTT VANDERGRIFF, who is personally known to
me.

Stephen D. Dunegan
Notary Public

STEPHEN D. DUNEGAN
My Commission CC380672
Expires Jul. 04, 1998
Bonded by HAI
800-422-1555

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of SAVE OUR
STAR-LITE, INC.

Stephen D. Dunegan
STEPHEN D. DUNEGAN, ESQUIRE

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