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TODD A. STERZOY
Holland and Knight

(Requestor's Name)	
315 South Calhoun Street	Suite 600
(Address)	
Tallahassee, Florida	32302
(City, State, Zip)	(Phone #)

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96 JUL 30 PM 12:38
STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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

1. Florida Entertainment Industry Council, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 1:00

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☐ Will wait

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☐ Certificate of Status

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 type="checkbox"/>	Amendment
<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

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

Examiner's Initials

ARTICLES OF INCORPORATION
OF
FLORIDA ENTERTAINMENT INDUSTRY COUNCIL, INC.

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The undersigned, acting as the incorporator of the Florida Entertainment Industry Council, Inc. ("the Corporation"), under Chapter 617 of the Florida Statutes signs and delivers the following Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation shall be the Florida Entertainment Industry Council, Inc., a corporation not for profit, organized pursuant to Chapter 617 of the Florida Statutes.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The Corporation's initial principal place of business and mailing address shall be located at 505 17th Street, Miami Beach, Florida 33139. The Corporation may have other offices within or outside the state.

ARTICLE III - DURATION AND COMMENCEMENT OF EXISTENCE

This Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV - PURPOSES

The specific purposes for which the Corporation is organized are to:

- stimulate and promote the economic development of the Florida entertainment industry;
- establish a benevolent organization of members of the Florida entertainment industry of Florida for public interest, convenience and necessity;
- promote the well being, cooperation and prosperity of the owners, managers and employees engaged in the entertainment business in the State of Florida;
- confer benefits upon its members such as providing information from the private sector, the Florida Legislature, state and local agencies, state courts, commissions, and boards;
- represent the members before public bodies in matters affecting the entertainment industry;
- promote good will between and among the members of the Council, and other organizations to promote the economic development of Florida and the public of Florida;
- serve as a clearing house and liaison for matters affecting the well being of the members of the Council;

- prosecute such suits in state and federal courts as are required for the protection of the members of the Council;
- engage in industry-wide cooperative community service efforts, such as the sponsorship of special events, to educate and inform the Florida's entertainment industry about opportunities within the industry;
- cooperate with other similar local, state and national organizations of these industries for the common good of the entertainment industry;
- foster, encourage and promote laws, rules, regulations, customs and practices which will be for the best interest of the entertainment industry generally; and
- perform all acts and to exercise all powers authorized to corporations not for profit under the laws of the State of Florida.

The purposes of the Corporation shall, however, be limited in all events by Chapter 617 of the Florida Statutes and Section 501(c)(6) of the Code¹. Furthermore, this Corporation may engage in only activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of its exempt purposes. In furtherance of such exempt purposes the Corporation may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on exempt activities.

ARTICLE V - PROVISIONS REGARDING DIRECTORS

Section 1. Members and Directors. The initial directors shall be selected and agree to serve by written consent. The membership of the Corporation shall consist of the members of its Board of Directors. The appointment or election of a person as a director shall be an admission to membership in the Corporation, provided, however, that no person shall continue to be a member after ceasing to be a director of the Corporation.

Section 2. General Powers of Directors. All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation managed under the direction of, its Board of Directors. The Board of Directors shall employ the President and Chief Executive Officer, who shall be responsible for other staff as authorized by the Board of Directors.

¹ Unless otherwise noted, all references are to the Internal Revenue Code of 1986, as amended, Title 26 of the United States Code, including corresponding provisions of any subsequent federal tax laws and the regulations promulgated thereunder as they now exist or as they may hereafter be amended.

Section 3. Number, Qualifications and Tenure of Directors.
The number of directors shall be not less than three (3) and not more than twenty-five (25). Directors shall be natural persons who are 18 years of age or older. Directors shall be appointed or elected for a term of three years and may succeed themselves. The number of directors may be decreased to not fewer than three (3) or increased to any number not exceeding twenty-five (25) voting members from time to time.

ARTICLE VI - LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in Section 617.0302 of the Florida Statutes.

Notwithstanding anything herein to the contrary, this Corporation may exercise only such powers as are contemplated by Section 501(c)(6) of the Code and shall not engage in any activities prohibited by Section 617.0835 of the Florida Statutes.

No part of the income or principal of this Corporation shall inure to the benefit of, or be distributed to, any director or officer of the Corporation or any other private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c)(6) of the Code. However, the Corporation shall be authorized and empowered (i) to pay reasonable compensation for services rendered to the Corporation, and (ii) to make payments and distributions to persons who are qualified to receive same in furtherance of the Corporation's charitable purposes as set forth herein.

ARTICLE VII - INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

Section 1. Registered Office. The Corporation's initial registered office shall be located at 505 17th Street, Miami Beach, Florida 33139.

Section 2. Registered Agent. The Corporation's initial registered agent, who is authorized to receive service of process, is John Reitzammer, a resident of Florida, whose business address is 505 17th Street, Miami Beach, Florida 33139.

ARTICLE VIII - INITIAL DIRECTORS

The names and addresses of the initial directors of this Corporation are as follows:

Henri I. Spiegel
Zack, Sparber, Kosnitzky, Spratt & Brooks, P.A.
100 S.E. 2nd Street
Miami, Florida 33131

Chris Qualmann
Galloway & Qualmann
First State Tower
255 S. Orange Avenue #1590
Orlando, Florida 32802-0231

David Park
Cinnabar
4551 L.B. McLeod Road
Orlando, Florida 32811

Bob Allen
Disney/MGM Studios
P.O. Box 10200
Lake Buena Vista, Florida 32830

Frank Loconto
Loconto Productions/Sunrise Studio
10244 N.W. 47th Street
Sunrise, Florida 33351

Ben Hogan
Panavision Florida
2000 Universal Studios Plaza
Suite 900
Orlando, Florida 32819

Stephen N. Zack
Zack, Sparber, Kosnitzky, Spratt & Brooks, P.A.
100 S.E. 2nd Street
Suite 2800
Miami, Florida 33131

Seth Gordon
Gordon Sloan Diaz-Balart
4203 Salzedo Street
Coral Gables, Florida 33146

Herbert Ammons, Jr.
Gladys Kidd & Associates
2121 North Bayshore Drive
Suite 1105
Miami, Florida 33137

Scott Davis
MTV Networks
1000 Universal Studios Plaza
Orlando, Florida 32819-7610

Norman Rice
Universal Studios Florida
1000 Universal Studios Plaza
Orlando, Florida 32819

Donna L. Orender
PGA Tour
112 TPC Boulevard
Ponte Vedra Beach, Florida 32082

ARTICLE IX - BYLAWS

The Board of Directors shall adopt bylaws consistent with these Articles of Incorporation. The power to alter, amend, or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors. Such action may be taken at a regular or special meeting for which written notice of the purpose shall be given. The bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE X - DISPOSITION OF ASSETS

In the event of the complete or partial liquidation or dissolution of the Corporation, whether voluntary or involuntary, the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, exclusively to one or more organizations then described in Sections 501(c)(6) of the Code, or to the federal, state or local government for exclusively public purposes or as provided by law.

ARTICLE XI - AMENDMENT TO ARTICLES OF INCORPORATION

The directors of the Corporation reserve the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law.


ARTICLE XII - INCORPORATOR

The name and the street address of the incorporator for these Articles of Incorporation is:

Seth Gordon
Chairman
Gordon Sloan Diaz-Balart
4203 Salzedo Street
Coral Gables, Florida 33146

The undersigned incorporator has executed these Articles of Incorporation this 29 day of July, 1996.

Signature of Incorporator:

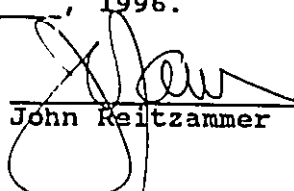


Seth Gordon

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Having been appointed the registered agent of the Florida Entertainment Industry Council, Inc., the undersigned accepts such appointment, agrees to act in such capacity and is familiar with and accepts the obligations of this position.

Dated this 29 day of July, 1996.



John Reitzammer

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