

N96000005/37

TRANSMITTAL LETTER

FILED

96 OCT -7 AM 9:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: PALM BEACH COUNTY FILM MOTION PICTURE & TELEVISION ASSOCIATION, INC.
(Proposed corporate name - must include suffix)

000001954330
-09/24/96--01042--019
*****78.50 *****78.50

Enclosed is an original and one (1) copy of the articles of Incorporation and a check
for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

W96-20325

FROM: FINLEY & ASSOCIATES, P.A.
Chandler R. Finley, Esq.
Name (printed or typed)
1645 Palm Beach Lakes Blvd. # 520
Address
West Palm Beach, FL 33401
City, State & Zip
(561) 478-9930
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

TH
10-8-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 26, 1996

FINLEY & ASSOCIATES, P.A.
ATTN: CHANDLER R. FINLEY, ESQ.
1645 PALM BEACH LAKES BLVD., SUITE #520
WEST PALM BEACH, FL 33401

SUBJECT: PALM BEACH COUNTY FILM MOTION PICTURE & TELEVISION
ASSOCIATION, INC.
Ref. Number: W96000020325

We have received your document for PALM BEACH COUNTY FILM MOTION PICTURE & TELEVISION ASSOCIATION, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 596A00044266

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

**PALM BEACH COUNTY FILM MOTION PICTURE
& TELEVISION ASSOCIATION, INC.**

(A Florida Corporation Not-for-Profit)

These Articles constitute the Articles of Incorporation of Palm Beach County Film Motion Picture & Television Association, Inc., a corporation not-for-profit organized under the laws of the State of Florida.

Article I
Name

The name of the Corporation is Palm Beach County Film Motion Picture & Television Association, Inc.

Article II
Purpose

The purposes for which the Corporation is formed are:

1. To promote the film, television and recording industries in the state of Florida and Palm Beach County. To promote and support increased opportunities for the development of film, television and recording productions by Floridians, Florida based production companies, and residents of and for production related businesses in Palm Beach County. To promote and encourage production in the state of Florida and Palm Beach County by providing information regarding skilled personnel and production assistance to Florida, Palm Beach County, and non-Florida companies. To assist and collaborate with any and all other organizations and/or agencies desirous of achieving these purposes.

2. Generally to have and exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Florida, or which may hereafter be conferred, including the power to contract, rent, buy or sell personal or real property; provided, however, that this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this Corporation.

3. This Corporation is organized exclusively for charitable, educational, and scientific purposes, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 its purposes as set forth in and limited by these Articles.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the appropriate Court 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.

Article III Duration

The term of existence of the Corporation is perpetual.

Article IV
Membership

Membership in the Corporation shall be as regulated by the Bylaws. Directors shall be elected or appointed in accordance with the Bylaws.

Article V
Principal Office and Mailing Address

The principal office address and the mailing address of the Corporation is 1617 N. Flagler Drive, West Palm Beach, Florida 33407.

Article VI
Initial Registered Office and Registered Agent

The street address of the initial registered office of this corporation is 1645 Palm Beach Lakes Blvd., Suite 520, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at that office is Chandler R. Finley, Esq.

Article VII
Directors and Officers

The Corporation shall be operated and managed by three directors, initially. The names and addresses of the initial directors and officers until the first election are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Gwyn Bernhard	1617 N. Flagler Drive, Suite 3-A West Palm Beach, FL 33407	President
Ilse Earl	84 Fairview West Tequesta, FL 33469	Vice-President
Barbara Grass	945 S.W. Magnolia Bluff Palm City, FL 34990	Director

Article VIII
Incorporator

The name and address of the incorporator(s) hereof are as follows: Gwyn Bernhard,
1617 N. Flagler Drive, Suite 3-A, West Palm Beach, FL 33407.


Article IX
Commencement of Existence

The Corporation shall be deemed to commence its existence on the date of filing of these Articles of Incorporation.

Article X
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, I have subscribed my name this 17 day of September, 1996.


Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Gwyn Bernhard, to me known to be the person described in and who respectively executed the foregoing instrument and who acknowledged before me that said person executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of September, 1996.


Notary Public, State of Florida

CERTIFICATE OF ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT

FILED
96 OCT -7 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named in the Articles of Incorporation of Palm Beach County Film Motion Picture & Television Association, Inc., as registered agent for such corporation at the address indicated in such Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Chandler R. Finley, Esq.
1645 Palm Beach Lakes Blvd., #520
West Palm Beach, FL 33401

9-17-96
Date