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Florida Dept of State  
Division of Corporations  
P.O. Box 76327  
Tallahassee, Florida 32314

FILED  
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Dear Sirs:

Please find enclosed the original Articles of Incorporation for the not for profit corporation, IMAZARI THEATRICAL WORKS, INC. and one copy along with the registered agents acceptance and the State of Florida filing fee of \$78.50.

Sincerely,

Marion Edgecombe, Registered Agent

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NOVEMBER 13, 1996

-nc 12/15/96

**ARTICLES OF INCORPORATION  
OF  
IMAZARI THEATRICAL WORKS, INC**

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THE UNDERSIGNED, WITH OTHER PERSONS BEING DESIROUS OF FORMING A CORPORATION NOT FOR PROFIT, UNDER THE PROVISIONS OF CHAPTER 617 OF THE FLORIDA STATUTES, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

**ARTICLE I. CORPORATE NAME.**

THE NAME OF THIS CORPORATION IS **IMAZARI THEATRICAL WORKS, INC.**, WITH ITS PRINCIPAL OFFICE AT 3696 WILLIAMS AVENUE, #7, MIAMI, FLORIDA 33133.

**ARTICLE II. CORPORATE DURATION**

THE DURATION OF THE CORPORATION IS PERPETUAL.

**ARTICLE III. PURPOSES AND POWERS**

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE: TO PROVIDES PUBLIC ENTERTAINMENT, IN THE FORMS OF PERFORMING AND VISUAL ARTS, ADULT NIGHTLIFE, PUBLICATION AND ANY OTHER UNLIMITED FORM OF ARTISTIC EXPRESSION AS ALLOWED BY THE LAWS OF THE STATE OF FLORIDA AND TO PROVIDE EDUCATION IN THE FORM OF CLASSES, WORKSHOPS, CONFERENCES, FESTIVALS AND ANY OTHER FORM OF EDUCATION AS ALLOWED BY THE LAWS OF THE STATE OF FLORIDA.

**ARTICLE IV. QUALIFICATIONS OF MEMBERS**

THE MEMBERSHIP OF THIS CORPORATION SHALL CONSTITUTE ALL PERSONS HEREINAFTER NAMED AS SUBSCRIBERS AND SUCH OTHER PERSONS AS, FROM TIME TO TIME, HEREAFTER, MAY BECOME MEMBERS, IN THE MANNER PROVIDED IN THE BY-LAWS.

**ARTICLE V. SUBSCRIBERS**

THE NAMES AND RESIDENCE OF THE SUBSCRIBERS OF THESE ARTICLES ARE:

SHELBRIC FULLER ( PRODUCING ARTISTIC DIRECTOR)  
3696 WILLIAMS AVE, #7  
MIAMI, FLORIDA 33133

M. JASON STORTZER (CREATIVE CONSULTANT)  
7025 SW 82ND COURT  
MIAMI, FL. 33143

SHERICE BENNETT ( RESIDENT PLAYWRIGHT)  
3696 WILLIAMS AVE. #7  
MIAMI, FLORIDA 33133

#### ARTICLE VI. OFFICERS

SECTION 1. THE OFFICERS OF THE CORPORATION SHALL BE A CHAIRMAN, A VICE CHAIRMAN, A SECRETARY, A TREASURER, AND SUCH OTHER OFFICERS AS MAY BE PROVIDED IN THE BY-LAWS.

SECTION 2. THE NAMES OF THE PERSONS WHO ARE TO SERVE AS SUCH OFFICERS OF THE CORPORATION UNTIL THE FIRST MEETING OF THE BOARD DIRECTORS ARE:  
CHAIRMAN: SHELBRIC FULLER  
VICE-CHAIRMAN: M. JASON STORTZER  
SECRETARY/TREASURER: JON ALTMAN

#### VII. INITIAL REGISTERED AGENT AND OFFICE.

THE NAME OF THE INITIAL REGISTERED AGENT IS MARIAN EDGECOMBE

THE STREET ADDRESS OF THE INITIAL REGISTERED AGENT IS: 3507 JEFFERSON STREET  
MIAMI, FLORIDA 33133

#### ARTICLE VIII. DIRECTORS

SECTION 1. THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS THREE. THE NUMBER OF DIRECTORS MAY BE CHANGED FROM TIME TO TIME BY THE BY-LAWS, WHICH SHALL NEVER BE LESS THAN THREE, NOR NO MORE THAN FIFTEEN. THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD IS:

SHELBRIC FULLER ( PRODUCING ARTISTIC DIRECTOR)  
3696 WILLIAMS AVE, #7  
MIAMI, FLORIDA 33133

M. JASON STORTZER (CREATIVE CONSULTANT)

7025 SW 82ND COURT  
MIAMI, FL. 33143

SHERICE BENNETT ( RESIDENT PLAYWRIGHT)  
3696 WILLIAMS AVE. #7  
MIAMI, FLORIDA 33133

SECTION 2. THE BOARD OF DIRECTORS SHALL BE MEMBERS OF THE CORPORATION.

SECTION 3. MEMBERS OF THE BOARD OF DIRECTORS SHALL BE ELECTED AND HOLD OFFICE IN ACCORDANCE WITH THE BY-LAWS.

SECTION 4. ANY VACANCY ON THE BOARD OF DIRECTORS MAY BE FILLED BY THE MAJORITY VOTE OF THE REMAINING DIRECTORS UNTIL THE NEXT ANNUAL ELECTION.

#### ARTICLE IX. BY-LAWS

SECTION 1. THE BOARD OF DIRECTORS OF THIS CORPORATION MAY PROVIDE SUCH BY-LAWS FOR THE CONTACT OF ITS BUSINESS AND THE CARRYING OUT OF ITS PURPOSE AS THEY MAY DEEM NECESSARY FROM TIME TO TIME. FOR THE PURPOSES OF CONDUCTING THE BUSINESS OF THIS CORPORATION, A QUORUM SHALL BE AT LEAST (3) MEMBERS OF THE BOARD.

SECTION 2. UPON PROPER NOTICE THE BY-LAWS MAY BE AMENDED, ALTERED OR RESCINDED BY A MAJORITY VOTE OF THE MEMBERS OF THE BOARD OF DIRECTORS PRESENT AT ANY REGULAR MEETING OR AT ANY SPECIAL MEETING CALLED FOR THAT PURPOSE OR AS OTHERWISE STATED IN THE BY-LAWS.

#### ARTICLE X. AMENDMENT OF ARTICLES OF INCORPORATION

THE CORPORATION RESERVES THE RIGHT TO AMEND, ADD TO, REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, IN THE MANNER CONSISTENT WITH LAW AND IN CONFORMITY WITH THE PROVISION SET FORTH IN THE BYLAWS.

#### ARTICLE XI. ANNUAL AUDIT

THE CORPORATION SHALL EACH YEAR CONDUCT OR MAKE PROVISIONS FOR AN ANNUAL AUDIT THAT WILL COMPLY WITH THE RULES AND REGULATIONS OF ANY FEDERAL AGENCY FROM WHICH IT MIGHT RESERVE ANY GOVERNMENT FUNDS DURING THE YEARS THAT THE SAME IS REQUESTED BY SAID AGENCY.

#### ARTICLE XII. POWER

THE CORPORATION SHALL HAVE ALL POWERS AS GRANTED A CORPORATION NOT FOR PROFIT BY THE FLORIDA STATUTES.

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION ON  
NOVEMBER , 1996.

*Sheldene Felder* Producing Artistic Director  
SIGNATURE/TITLE

*W. Jon S. [Signature]* CREATIVE CONSULTANT  
SIGNATURE/TITLE

*Harold B. [Signature]* Resident.  
SIGNATURE/TITLE  
*Playwright*

NOVEMBER 13, 1996


Florida Dept of State  
Division of Corporations  
P.O. Box 76327  
Tallahassee, Florida 32314

Pursuant to the provisions of F.S. 617.0501, the undersigned not for profit corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is Imazari Theatrical Works, Inc
2. The name of the registered agent is Marian Edgecombe
3. The address of the registered agent/registered office is :  
3507 Jefferson Street  
Miami, Florida 33133

Acceptance

Having been named as registered agent and designated to accept service of process for the above not for profit corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
By: Marian Edgecombe

Date:

FILED  
95 DEC 16 11 9 31  
TALLAHASSEE, FLORIDA