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TRANSMITTAL LETTER

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

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-12/14/98--01092--009
*****78.75 *****78.75

SUBJECT: Florida Motion Picture & Television Association of Brevard Co.
(Proposed corporate name - must include suffix)

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

ADDITIONAL COPY REQUIRED

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TALLAHASSEE, FLORIDA
DEPT. OF STATE

FROM: CAROLE A. FERRILL
Name (Printed or typed)

807 WARREN AVE
Address

COCOA FL 32922
City, State & Zip

(407) 632-7488
Daytime Telephone number

1098-28102
NA

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

SD
2/5



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 15, 1998

CAROLE A. FERRILL
807 WARREN AVE.
COCOA, FL 32922

SUBJECT: THE FLORIDA MOTION PICTURE AND TELEVISION
ASSOCIATION, INC. (FMPTA)
Ref. Number: W98000028108

We have received your document for THE FLORIDA MOTION PICTURE AND TELEVISION ASSOCIATION, INC. (FMPTA). However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 398A00059192

ARTICLE I. NAME OF ORGANIZATION

The name of this Not For Profit organization shall be:

The Florida Motion Picture and Television Association, Inc. of Brevard County

ARTICLE II. PLACE OF BUSINESS

- A. Business will take place in Brevard County.
- B. The mailing address is FMPTA, P.O. Box 1814, Cocoa, FL 32923-1814

ARTICLE III. PURPOSE

- A. To promote the film, television and recording industries in Brevard County and the state of Florida.
- B. To promote and support increased opportunities for the development of film, television and recording productions by Floridians and Florida based production companies.
- C. To promote and encourage production in Brevard County and the state of Florida by providing information (about) skilled personnel and (other) assistance to both Florida and non-Florida companies.
- D. To assist and collaborate with any and all other organizations and/or agencies desirous of achieving these purposes.

ARTICLE IV. BOARD OF DIRECTORS

The Business of the FMPTA shall be managed by a Board of Directors. The Board shall be composed of all elected officers and appointed committee chairs. The immediate past president shall also be an honorary member of the board for one year.

A. *ELECTED OFFICERS shall consist of:*

President, Executive Vice President, Vice President, Recording Secretary, and Treasurer.

The chapter may also elect a Corresponding Secretary and/or such additional DIRECTORS as are determined and elected by the membership. The chapter may define the geographical area from which a Director may be elected if so desired.

B. *DUTIES of officers shall be as follows:*

1. PRESIDENT

Shall preside over membership and/or Board meetings. Shall be an ex officio member of all committees, except a nominating or election committee. Shall appoint the standing committee(s) chairperson(s) with the concurrence of the Board of Directors. Shall perform such other services/duties as are incident to the office. A Chapter President shall be a delegate to the State Board.

2. EXECUTIVE VICE PRESIDENT

Shall perform such duties and services as may be required by the Board of Directors and, in the event that the president is absent or unable to act, shall perform the duties of the office of president. They shall be a delegate to the State Board.

3. VICE PRESIDENT

Shall be an ex officio member of all committees, except nominating or election committees, and shall see to it that each committee is meeting as often as necessary, and is functioning properly.

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TALLAHASSEE, FLORIDA

functioning properly.

4. **RECORDING SECRETARY**

Shall record, distribute and maintain the official record copies of the minutes of all general membership, Board of Directors, and special meetings. Shall keep a roster of members. Shall perform such other services as are incident to the office and as are from time to time required by the Board of Directors.

5. **CORRESPONDING SECRETARY**

Shall attend to the correspondence and issue such notices as may be required, provide record copies to the Recording Secretary and assist the Recording Secretary as needed. Perform other duties as may be incident to the office or required by the Board.

6. **TREASURER**

Shall keep records of and account for all funds and expenditures. Shall make deposits and issue checks. Shall provide written statements monthly; to the State Treasurer as needed for State Board meetings. Shall cooperate and advise the Board of Directors in matters relating to the fiscal affairs of the organization.

The President, Executive Vice President, Vice President, Secretary and Treasurer shall be signatories to any and all bank accounts and/or other funds, all of which shall require two (2) signatures for checks or withdrawals.

The Chapter shall publish in the newsletter after the end of the fiscal year a statement of income and expenditures prepared by the Treasurer. The State Treasurer shall also prepare a year end statement for distribution to the State Board. An accounting or audit of any and all financial records may be demanded at any other time by a two-thirds affirmative vote of the board.

7. **DIRECTOR(S)**

Chapter Directors shall represent the interests of the membership, both as a whole and of their geographical area, if elected based on a geographical/residence requirement, and shall perform other duties as may be assigned by the board.

C. COMPENSATION

All officers shall serve without compensation.

(Intent: Does not prohibit reimbursement of authorized expenses).

D. TERM OF OFFICE

All officers shall serve for a term of one year or until their successors are elected.

E. COMMITTEES

1. The board shall appoint such committees as are necessary.
2. The President shall appoint, subject to board approval, the committee chairperson.
3. Standing Committees serve until the next election.
4. The board may also appoint such temporary committees as are necessary. Such committees serve only until their function is completed or until the next election, whichever comes first.
5. The board may dissolve any committee or remove committee members.

F. ATTENDANCE BY OFFICERS

1. Any elected or appointed Chapter Officer or Director not attending three (3) consecutive meetings of the Board of Directors OR three (3) consecutive chapter membership meetings shall automatically be removed from that position without debate and the position declared vacant. The State President shall be informed immediately of the removal of any elected officer.
2. Appeal. However the affected party may, with prior notice to the board, appeal the automatic removal at the following general membership meeting. A two-thirds majority of the voting membership present may reinstate the officer.

ARTICLE V. REGISTERED AGENT

President & Registered Agent

Carole A. Ferrill P-407-632-7488
807 Warren Ave F-407-632-9039
Cocoa, FL 32922 e mail: ferrill@digital.net

Executive Vice President

Joan E. Williams P-407-639-1688
1050 Hibiscus Street
Cocoa, FL 32927

Vice President

Frank Longo P-407-960-4575
932 Trinidad Rd
Cocoa Beach, FL 32931 e mail: LOTAKIS@aol.com

Secretary

Joan Cromer P-407-783-8898
414 Monroe J-101 F-407-784-6973
Cape Canaveral, FL 32920 e mail: jhc1@digital.net

Treasurer

Joan Denman P-407-632-7806
2520 Friday Rd F-407-636-6839
Cocoa, FL 32926 e mail: c-jdenman@worldnet.att.net

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

CAROLE A. FERRILL - 807 WARREN AVE, COCOA, FL 32922

Carole A. Ferrill
Signature/Incorporator

Dec. 7, 1998
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Carole A. Ferrill
Signature/Registered Agent

Dec 7, 1998
Date

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TALLAHASSEE, FLORIDA