

# N99000007598

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

500003244765--3

-05/09/00--01063--022

\*\*\*\*\*35.00 \*\*\*\*\*35.00

*Restated  
Articles*

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

1. Tam Bay Film & Video Festival Corp. N99000007598  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

RECEIVED  
00 MAY -9 AM 11:31  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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 checked="" type="checkbox"/>	Other <i>restatement</i>

FILED  
00 MAY -9 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials

*Mar*

5/9/00

**RESTATEMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
TAM BAY FILM & VIDEO FESTIVAL CORP.**

FILED  
00 MAY -9 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned President of TAM BAY FILM & VIDEO FESTIVAL CORP. executes these Restatement of Articles of Incorporation of TAM BAY FILM & VIDEO FESTIVAL CORP. pursuant to Chapter 607 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is TAM BAY FILM & VIDEO FESTIVAL CORP., (hereinafter, "Corporation").

**ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under the section 501(c)(3) of the Internal Revenue Code, or the corresponding section of future federal tax code.

**ARTICLE 3 - PROHIBITIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the purposes set forth in Article Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.



**SPIEGEL & UTRERA, P.A.**  
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Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE 4 - ADOPTION**

These Restatement of Articles of Incorporation were adopted on March 30, 2000, and the number of votes cast by the Members and the Board of Directors for the adoption of the Restatement of Articles of Incorporation was sufficient for approval.

#### **ARTICLE 5 - DIRECTOR(S)**

The Corporation has three Directors whose addresses shall be the same as the principal office of the Corporation.

#### **ARTICLE 6 - OFFICERS**

The Officers of the Corporation shall be:

President:	Leora Chai
Secretary:	Leora Chai
Treasurer:	Leora Chai

whose addresses shall be the same as the principal office of the Corporation.

#### **ARTICLE 7 - PRINCIPAL OFFICE**

The principal office of the Corporation is 16002 Saddle Creek Drive, Tampa, Florida 33618.

#### **ARTICLE 8 - INCORPORATOR**

The incorporator of this Corporation is Leora Chai whose address is 16002 Saddle Creek Drive, Tampa, Florida 33618.



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### **ARTICLE 9 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

### **ARTICLE 10 - CAPITAL STOCK**

The Corporation shall have no capital stock and shall be composed of Members rather than Shareholders.

### **ARTICLE 11 - QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

### **ARTICLE 12 - VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

### **ARTICLE 13 - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

### **ARTICLE 14 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is Leora Chai, located at 16002 Saddle Creek Drive, Tampa, Florida 33618. The name and address of the registered agent of this Corporation is Leora Chai, 16002 Saddle Creek Drive, Tampa, Florida 33618.

### **ARTICLE 15 - EFFECTIVE DATE**

This Restatement of Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.



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### **ARTICLE 16 - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

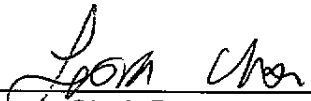
### **ARTICLE 17 - DISSOLUTION**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction 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 18 - BYLAWS**

The Board of Directors of the Corporation shall have power, without the assent or vote of the Shareholders, to make, alter, amend or repeal the ByLaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the ByLaws.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Restatement of Articles of Incorporation under the laws of the State of Florida, this 30 day of April, 2000

  
\_\_\_\_\_  
Leora Chai, President



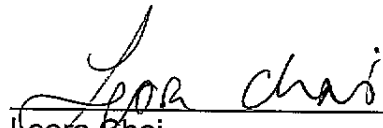
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN RESTATEMENT OF ARTICLES OF INCORPORATION**

Leora Chai, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Restatement of Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

  
\_\_\_\_\_  
Leora Chai



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