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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

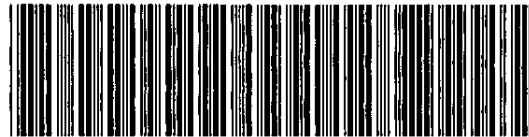
Certified Copies _____ Certificates of Status _____

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A. DUNLAP

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TALLAHASSEE FLORIDA

645-

~~6013000065774~~

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: United Film & Theatre Jamaica Limited, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

William Lampert

Name of Person

United Film & Theatre Jamaica Limited

Firm/Company

1014, South Ocean Dr.

Address

Hollywood, FL 33019

City/State and Zip code

williamlampert@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Luis Prada

Name of Person

at (954) 381-5539

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 2, 2013

WILLIAM LAMPERT
1014, SOUTH OCEAN DRIVE
HOLLYWOOD, FL 33019

SUBJECT: UNITED FILM & THEATRE JAMAICA - STUDIO FLORIDA INC.
Ref. Number: W13000065774

We have received your document for UNITED FILM & THEATRE JAMAICA - STUDIO FLORIDA INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

Please return the corrected 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) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 313A00027425

Dunlap, Andy

From: williamlampert@gmail.com
Sent: Thursday, December 12, 2013 9:32 AM
To: Dunlap, Andy
Subject: Re: application

That'll be absolutely perfect! Please go ahead! Because I have not received the returned document yet and I am running out of time (maybe a postal issue?). And thanks again for your support.

Best wishes and regards,
William F. Lampert

Sent from Windows Mail

From: Dunlap, Andy
Sent: Thursday, December 12, 2013 9:19 AM
To: williamlampert@gmail.com

We have retained your original certificate of existence from Jamaica. I can make the necessary correction to the name listed on line one myself and file your application today if you wish.

-Andy

From: williamlampert@gmail.com [mailto:williamlampert@gmail.com]
Sent: Thursday, December 12, 2013 9:03 AM
To: Dunlap, Andy
Subject: Re: application

Just to exclude confusion: The document you sent back is the one I sent first, I'll have to correct it now and send it back? Acronym beside the correction? And a copy of my document means a copy of the incorporation document issued in Jamaica which I send to you?

Regards,
William Lampert
Sent from Windows Mail

From: Dunlap, Andy
Sent: Thursday, December 12, 2013 8:47 AM
To: williamlampert@gmail.com

Mr. Lampert,

I am sorry, but it appears that your filing has been returned for corrections. You may return your corrected document to my attention for immediate processing.

Sincerely,

Andy Dunlap

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. United Film & Theatre Jamaica Limited, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Jamaica 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. Oct. 29, 2013 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. May 1, 2014
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1410, South Ocean Dr. Hollywood, FL 33019
(Principal office address)
1410, South Ocean Dr. Hollywood, FL 33019
(Current mailing address)

8. creation of film/theatre productions and promoting exchange between Jamaica and the US
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

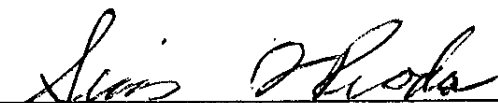
Name: Luis Prada

Office Address: 1410, South Ocean Dr.
Hollywood, Florida 33019
(City) (Zip code)

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13 DEC 12 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FL 32399

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: **Carlo Less**

Address: **10, West-Armour Heights**

Kingston 8, Jamaica

Director: **William Lampert**

Address: **10, West-Armour-Heights**

Kingston 8, Jamaica

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: **Maria Caci**

Address: **1410, South Ocean Dr. Hollywood, FL 33019**

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

William Lampert
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. **William Lampert, Artistic Director**

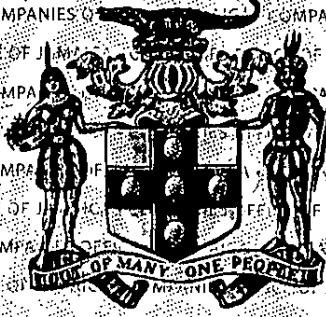
(Typed or printed name and capacity of person signing application)

CERTIFICATE OF INCORPORATION

Talent #5,036,034



CERTIFICATE OF THE INCORPORATION OF A COMPANY



I hereby certify that

UNITED FILM & THEATRE JAMAICA LIMITED

was Incorporated under the

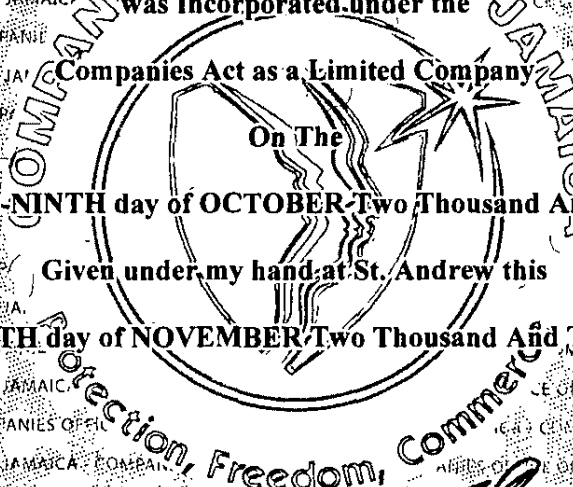
Companies Act as a Limited Company

On The

TWENTY-NINTH day of OCTOBER Two Thousand And Thirteen

Given under my hand at St. Andrew this

FOURTH day of NOVEMBER Two Thousand And Thirteen



MELISSA FERGUSON

For Registrar of Companies

Company#: 86756



SCHEDULE 2

ARTICLE 143

Subject to the provisions of sections 56, 57 and 58 of the Act, a Company may issue shares which by the terms of the issue will be redeemed or at the option of the Company, may be redeemed.

ARTICLE 144

Subject to the provisions of section 58 of the Act, a Company may purchase or otherwise acquire shares issued by it.

ARTICLE 145

Subject to section 59 of the Act, the Company may acquire its own shares of any class to:

- (a) settle or compromise a debt or claim asserted by or against the company
- (b) eliminate fractional shares
- (c) fulfill the terms of a non-assignable agreement under which the company has an option or is obliged to purchase shares owned by an officer or an employee of the company.

ARTICLE 146

No share or class of shares may be issued unless the shares have first been offered to the shareholders of the company holding shares of that class.

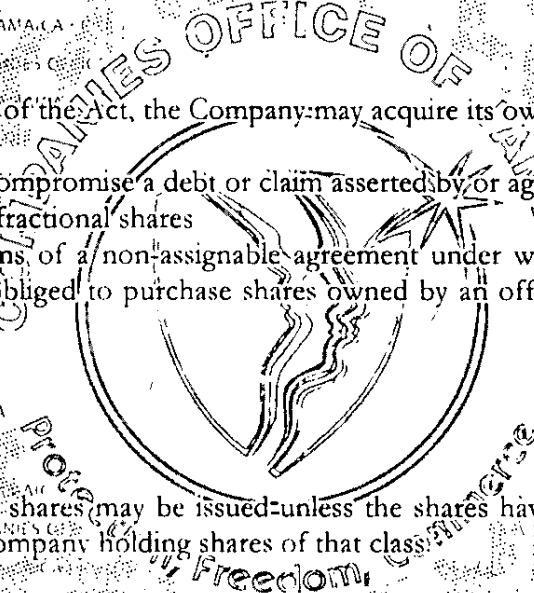
ARTICLE 147

Subject to section 71 of the Act, the company may by special resolution:

- (a) extinguish or reduce a liability in respect of an amount unpaid on any shares;
- (b) reduce its stated capital by an amount that is not represented by realizable assets; or
- (c) return to its shareholders any of its assets which are in excess of the wants of the company.

ARTICLE 148

Subject to section 184 of the Act, the company may give financial assistance by means of a loan, guarantee or otherwise.



FORM 1A
INSTRUCTIONS ON REVERSE



JAMAICA

THE COMPANIES ACT
ARTICLES OF INCORPORATION

COMPANY LIMITED BY SHARES
(Pursuant to sections 8 & 25)



Stamp Duty Paid

100/11-291013-0791

NAME OF COMPANY

UNITED FILM & THEATRE JAMAICA LIMITED

COMPANY FAX NUMBER

(816) 754-7833

TYPE OF COMPANY:

PRIVATE ☒

PUBLIC ☐

IF THE COMPANY IS A PRIVATE COMPANY THE FOLLOWING APPLY:

(i) THE RIGHT TO TRANSFER SHARES IS RESTRICTED IN THE MANNER HEREINAFTER PRESCRIBED:

(ii) SUBJECT TO SECTION 25 (1) (b) OF THE ACT, THE NUMBER OF MEMBERS OF THE COMPANY (EXCLUSIVE OF PERSONS WHO ARE IN THE EMPLOYMENT OF THE COMPANY AND PERSONS WHO HAVING BEEN FORMERLY IN THE EMPLOYMENT OF THE COMPANY WERE IN SUCH EMPLOYMENT AND HAVE CONTINUED AFTER THE DETERMINATION OF SUCH EMPLOYMENT TO BE MEMBERS OF THE COMPANY) IS LIMITED TO TWENTY:

PROVIDED THAT WHERE TWO OR MORE PERSONS HOLD ONE OR MORE SHARES IN THE COMPANY JOINTLY THEY SHALL FOR THE PURPOSE OF THIS REGULATION BE TREATED AS A SINGLE MEMBER;

(iii) ANY INVITATION TO THE PUBLIC TO SUBSCRIBE FOR ANY SHARES OR DEBENTURES OF THE COMPANY IS PROHIBITED:

(iv) ANY INVITATION TO THE PUBLIC TO DEPOSIT MONEY FOR FIXED PERIODS OR PAYABLE ON CALL WHETHER BEARING OR NOT BEARING INTEREST IS PROHIBITED:

(v) SUBJECT TO THE EXCEPTIONS PROVIDED FOR IN THE TWELFTH SCHEDULE TO THE ACT, ANY PERSON OTHER THAN A SHARE HOLDER IS PROHIBITED FROM HAVING ANY INTEREST IN ANY OF THE COMPANY'S SHARES; AND

(vi) THE COMPANY SHALL NOT HAVE THE POWER TO ISSUE WARRANTS TO BEARERS.

10. IF A PUBLIC COMPANY, STATE THE VALUE OF THE ALLOTTED SHARE CAPITAL:

N/A

2. THE REGISTERED OFFICE IS SITUATED IN JAMAICA

3. CORE BUSINESS OF THE OF COMPANY

Production of Films, video, Theatre, Documentaries

4. THE CLASSES OF SHARES, IF ANY THAT THE COMPANY IS AUTHORIZED TO ISSUE

ORDINARY

CERTIFIED COPY

Patent #5,636,874

TouchSafe

4A. THE MAXIMUM NUMBER OF SHARES, IF ANY THAT THE COMPANY IS AUTHORIZED TO ISSUE

1000 *1,000,000*

5. RESTRICTIONS, IF ANY, ON SHARE TRANSFERS

W. d. see article 30, table a

6. MINIMUM NUMBER OF DIRECTORS

TWO (2)

6A. MAXIMUM NUMBER OF DIRECTORS

TWO (2)

6B. NAMES OF FIRST DIRECTORS

NAME(S)	RESIDENTIAL ADDRESS	OCCUPATION	CONTACT #
CARLO LESS	10, WEST ARMOR HEIGHT, KGN 8	PRODUCER, DIRECTOR	481 0578
WILLIAM LAMPERT	10, WEST ARMOR HEIGHT, KGN 8	DIRECTOR, WRITER	473 0639

NAME OF FIRST COMPANY SECRETARY

NAME	RESIDENTIAL ADDRESS	OCCUPATION	CONTACT #
WILLIAM LAMPERT	10 WEST ARMOR HEIGHT KGN 8	WRITER, DIRECTOR	473 0639

NOTARIAL

Patent #5,772,246

TouchSafe

7. RESTRICTIONS, IF ANY, ON THE BUSINESS THE COMPANY MAY CARRY ON

NONE

7A. JUSTIFICATION OF PROPOSED NAME, WHERE APPLICABLE

N/A

8. THE FOLLOWING ARTICLES FROM TABLE A SHALL APPLY WITHOUT VARIATION

7-84, 86-142

8A. THE FOLLOWING ADDITIONAL ARTICLES SHALL APPLY

see schedule 1 for varied article 85
and schedule 2 article 143-149

9. HAS THERE BEEN AN ALLOTMENT OF SHARES FOR CONSIDERATION OTHER THAN CASH PURSUANT TO A PREINCORPORATION CONTRACT?

☐ YES

☒ NO

9A. THE NATURE AND VALUE OF THIS CONSIDERATION IS SET OUT BELOW

N/A

10. LIABILITY OF THE MEMBERS IS LIMITED

11. SUBSCRIBERS AND WITNESSES

SUBSCRIBER		SUBSCRIBER		SUBSCRIBER	
PRINT NAME	CARLO LESS	PRINT NAME	WILLIAM LAMPERT	PRINT NAME	
SIGNATURE	<i>[Signature]</i>	SIGNATURE	<i>[Signature]</i>	SIGNATURE	
ADDRESS	10 West Armour Heights	ADDRESS	10 West Armour Heights	ADDRESS	
CITY	Kingston 8	CITY	Kingston 8	CITY	
OCCUPATION	Producer, Director	OCCUPATION	DIRECTOR, WRITER	OCCUPATION	
NUMBER OF SHARES TAKEN	500,000	NUMBER OF SHARES TAKEN	500,000	NUMBER OF SHARES TAKEN	
CONTACT #	487-0378	CONTACT #	473-0638	CONTACT #	
DATE	15, Oct, 2013	DATE	15, Oct, 2013	DATE	
WITNESS		WITNESS		WITNESS	
PRINT NAME	David Sinclair	PRINT NAME	David Sinclair	PRINT NAME	
SIGNATURE	<i>[Signature]</i>	SIGNATURE	<i>[Signature]</i>	SIGNATURE	
ADDRESS	20A ORANGE Street	ADDRESS	20A ORANGE Street	ADDRESS	
CITY	Kingston 13	CITY	Kingston	CITY	
CONTACT #	413-5264	CONTACT #	413-5264	CONTACT #	
DATE	October 15, 2013	DATE	October 15, 2013	DATE	

12.

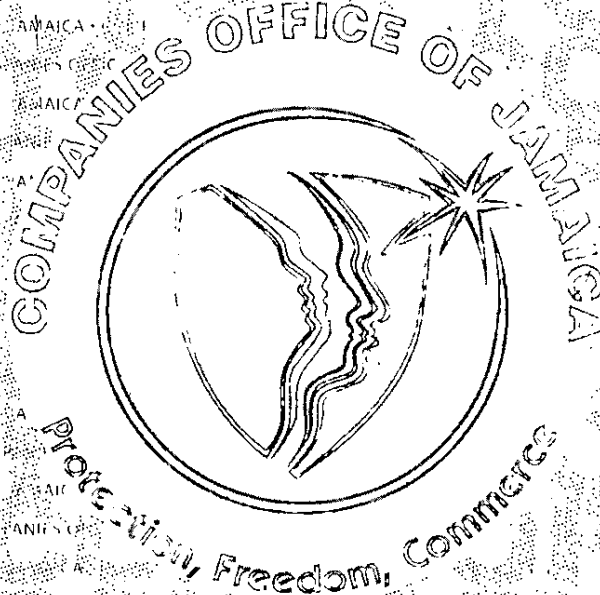
DATE	PRINTED NAME	SIGNATURE	CONTACT #
15-10-2013	CARLO LESS	<i>[Signature]</i>	487-0378

CAPACITY:	<input checked="" type="checkbox"/> DIRECTOR
	<input type="checkbox"/> SECRETARY
	<input type="checkbox"/> AUTHORIZED OFFICIAL

SCHEDULE 1

Article 85

"The Directors may exercise all the powers of the Company to borrow money, and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and to issue debentures, debenture stock, and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party."



ARTICLE 149

Subject to section 201 of the Act, the company may pursuant to section 201 indemnify:

- (a) a director or officer of the company or any person employed by the company as an auditor;
- (b) a former director, officer or auditor of the company; or
- (c) a person who acts or has acted at the company's request as a director or officer of a body corporate of which the company is or was a shareholder or creditor, and his legal representatives, against all costs, charges and expenses reasonably incurred by him in respect of any civil, criminal or administrative action or proceeding to which he is made a party, by reason of being, or having been, a director or officer of that company or body corporate or any person employed by a company or body corporate as an auditor.

Protection, Freedom, Commerce