



J304567

CERTIFICATE

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION  
OF HABERSHAM COMMUNITY THEATER, INC.

THIS DOCUMENT RECEIVED  
AND FILED IN THE OFFICE  
OF THE SECRETARY OF STATE.

BY Grant Gibson  
DATE 3/15/88

The Directors of Habersham Community Theater, Inc., a non-profit corporation organized and existing under the laws of the State of Georgia, did on the 10<sup>th</sup> day of March, 1988, adopt an amendment to the Articles of Incorporation of said Corporation as follows:

1.

By deleting in toto Paragraph Eight of the Articles of Incorporation and placing in lieu thereof the following:

VIII.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170 (c)(2) of the Internal Revenue Service Code of 1954 or corresponding sections of any prior or future Internal Revenue Service Code, or to the Federal, State, or local government for exclusive public purpose.

2.

Said amendment was adopted by the vote of the majority of the Board of Directors who are entitled to vote and to amend the Articles of Incorporation. The vote of the majority of the Board of Directors, consisting of not less than three members, is required under the Articles as set forth in Paragraph Six to amend the Articles of Incorporation.

JAMES N. BUTTERWORTH  
ATTORNEY AT LAW  
P. O. BOX 688  
CORNELIA, GA. 30531  
(404) 778-2294

IN WITNESS WHEREOF, the Habersham Community Theater, Inc., has caused these Articles of Amendment to be executed and its corporate seal to be affixed and has caused the foregoing to be attested, all by its duly authorized officers, this day of March, 1988.

HABERSHAM COMMUNITY THEATER, INC.

BY: Allyn F. Warner, President

ATTEST:

Alice Arnold  
Secretary (Seal)

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SECRETARY OF STATE

ARTICLES OF INCORPORATION OF  
HABERSHAM COMMUNITY THEATER, INC.

I.

The name of the corporation is: HABERSHAM COMMUNITY THEATER, INC.

II.

The corporation is not organized and shall not be operated for pecuniary gain or profit, and is organized pursuant to the provisions of the Georgia Non-profit Corporation Code.

III.

The corporation is organized exclusively for educational, civic, literary and cultural purposes and shall seek to enhance community appreciation of the arts by theatrical productions, workshops and the study of literary works.

IV.

The corporation shall be authorized to receive and take by gift, grant, assignment, transfer, devise, bequest or otherwise from any person or persons, firm, corporation, trust association or foundation, any money or property whether real, personal, mixed or otherwise, and such money or property to be thereafter held, managed, or disposed of exclusively for literary, and educational purposes set forth herein; to borrow money for the improvement of property, and to mortgage any such property to secure any such debts so incurred. All net receipts from any such property and all proceeds from any such dispositions thereof, shall be taken, possessed, and enjoyed pursuant to the purposes as herein stated. Anything contained herein to the contrary notwithstanding, the corporation shall not do or permit to be done any activity 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 of 1954 (as

hereafter amended or the corresponding provision of any future United States Internal Revenue law).

(b) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (as hereafter amended or the corresponding provision of any future United States Internal Revenue law).

V.

Membership in the corporation shall be open to all contributing persons, firms, associations, corporation, and civic, fraternal, or religious groups.

The Board of Directors of the Corporation shall have the power to admit members to the corporation in such a manner as may be provided from time to time in the By-Laws of the corporation.

VI.

The affairs of the corporation shall be managed by a Board of Directors which shall be composed of not less than three members. The initial Board of Directors and their respective addresses are as follows:

Michael Shirley  
Route One  
P. O. Box 572  
Cornelia, GA 30531

Barbara Kerby  
P. O. Box 162  
Chestnut Oaks  
Cornelia, GA 30531

Jackie Flanigen  
Stewart Lane  
Clarkesville, GA 30523

John Arnold  
Cedar Avenue  
Demorest, GA 30535

Nelson Payne  
Salome Street  
Clarkesville, GA 30523

The handling of the affairs of the corporation are hereby vested in the Board of Directors. The Board of Directors shall have the right to exercise all corporate powers of the corporation including the right to adopt By-Laws of the corporation and to provide such other rules and regulations as the Board of Directors may deem proper to govern and control the affairs of the corporation, including the right to alter, amend

or surrender the Charter of the corporation and to amend the By-Laws of the corporation which shall be done by majority vote of the Directors at any regular or special meeting of the Board in accordance with the By-Laws at which a quorum is present with such additional restrictions as the By-Laws may provide.

VII.

The initial registered office of the corporation shall be as follows: First National Bank of Habersham Building, 310 Front Street, Third Floor, Suite 300, P. O. Box 688, <sup>Habersham</sup> Cornelia, Georgia 30531. The initial registered agent of the corporation at said address shall be as follows: James N. Butterworth.

VIII.

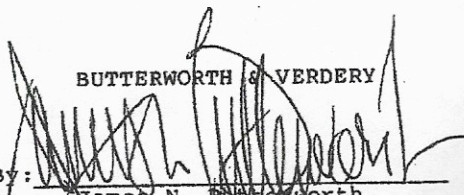
In the event of any liquidation, dissolution or the winding up of the corporation, whether voluntary or involuntary, or by the operation of law, all assets of the corporation remaining after the satisfaction and discharge of all liabilities or obligations of the corporation shall be distributed to such organizations operated exclusively for theatrical, educational, and literary purposes as is the Habersham Theater, Inc.

IX.

The name and address of the incorporator is: James N. Butterworth, First National Bank of Habersham Building, 310 Front Street, Third Floor, Suite 300, P. O. Box 688, Cornelia, Georgia 30531.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation.

BUTTERWORTH & VERDERY

By:   
James N. Butterworth

ATTORNEYS FOR INCORPORATOR

BUTTERWORTH & VERDERY  
ATTORNEYS AT LAW  
P. O. BOX 688  
CORNELIA, GA. 30531

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