

ARTICLES OF INCORPORATION

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate entity under the laws of the Marshall Islands, adopts the following articles of incorporation.

ARTICLE I: NAME/REGISTERED OFFICE

The name of this corporation shall be MICROWAVE FILMS OF THE MARSHALL ISLANDS, located at PO BOX 3131, MAJURO, MARSHALL ISLANDS, 96960 (herein referred to as MFMI)

ARTICLE II: PURPOSE

The purposes of MFMI are:

1. To develop, encourage and promote the culture of the Marshall Islands through the medium of film.
2. To encourage residents of the Marshall Islands to explore the Marshallese culture and life in the Marshall Islands through the medium of film.
3. To help support the educational, cultural and other institutions of the Marshall Islands via feature-length and short films, commercial, news and infomercial production.

ARTICLE III: DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE IV: MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall accept applications for non-voting members who express an interest in the purpose of MFMI. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws.

The number of Directors constituting the first Board of Directors is 3, their names and addresses being as follows:

JOHN M. NIEDENTHAL
PO BOX 3131
MAJURO, MH, 96960

SUZANNE CHUTARO
PO BOX 11
MAJURO, MH, 96960

JUKULIUS NIEDENTHAL
PO BOX 3131
MAJURO, MH, 96960

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE V: PERSONAL LIABILITY

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VI: NON-PROFIT STATUS

The organization is authorized to function as a non-profit corporation, which shall not engage in any business activity that makes profits for purposes incidental to profit making corporations, and trade companies as provided in the RMI Corporation law.

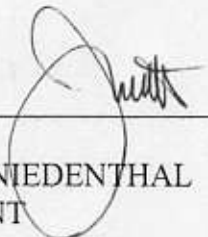
ARTICLE VII: PERSONAL LIABILITY

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VIII: INCORPORATOR(S)

The incorporator(s) of this corporation is/are:


The undersigned incorporator(s) certify(ies) that she/he/they execute(s) these articles for the purposes herein stated.



JOHN M. NIEDENTHAL
PRESIDENT

3.22.12


DATE



SUZANNE CHUTARO
VICE PRESIDENT

3/22/12

DATE



JUKULIUS NIEDENTHAL
SECRETARY/TREASURER

3/22/12

DATE


John L. Niedenthal
Notary Public
Republic of the Marshall Islands
My Commission Expires on the ___ day of ___, 20__

FILED
MAR 22 2012
IN THE OFFICE OF THE
REGISTRAR OF CORPORATIONS
MAJURO, MARSHALL ISLANDS