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FILED

THE OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF CALIFORNIA

MAY 4 - 1927

FRANK G. JORDAN

DEPUTY SECRETARY

By *[Signature]* DEPUTY

*[Signature]*

*[Signature]*

520  
405



LOEB, WALKER AND LOEB  
610 PACIFIC MUTUAL BUILDING  
523 WEST SIXTH STREET  
LOS ANGELES, CAL.

ARTICLES OF INCORPORATION  
of  
ACADEMY OF MOTION PICTURE ARTS  
AND SCIENCES

ARTICLES OF INCORPORATION

-of-

ACADEMY OF MOTION PICTURE ARTS AND SCIENCES.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, a majority of whom are citizens and residents of the state of California, being associated together for purposes other than pecuniary profit, do hereby incorporate the said association under and pursuant to the provisions of Title XII, Part IV, Division First, of the Civil Code of the state of California.

AND WE HEREBY CERTIFY:

FIRST: That the name of this corporation shall be ACADEMY OF MOTION PICTURE ARTS AND SCIENCES.

SECOND: That the purposes for which it is formed are: (a) To aid and encourage the development of the production branches of the motion picture industry, by coordinating the forces of the five major production branches of the industry in constructive and cooperative action, these five major production branches consisting of producers, writers, directors, actors and technicians. (b) To establish charities and assist the indigent in the motion picture industry. (c) To purchase, take on lease or in exchange or by succession, or otherwise acquire, hold, own, maintain, develop, improve, sell, convey, encumber by mortgage or deed of trust, lease, or otherwise acquire and dispose of real and personal property, and any interest thereto or right therein, to the full extent necessary for the business and objects of the corporation.

(d) To contract with other persons, corporations or associations

for the use and enjoyment by such persons, corporations or associations of the property and privileges of this corporation upon such terms and subject to such restrictions as may be provided for in the corporate by-laws or as may be determined upon from time to time by the board of directors of this corporation. (e) Recognizing that the objective of this corporation is the welfare of the motion picture industry as a whole, the corporation shall have the power, in the discretion of the board of directors or trustees, to cooperate and/or affiliate with MOTION PICTURE PRODUCERS AND DISTRIBUTORS OF AMERICA, INC., a New York corporation, and/or any other organization or association whose objective is the betterment of the motion picture industry as a whole, on such terms and conditions as may be mutually agreed upon.

THIRD: That the place where the principal business of said corporation is to be transacted is the city of Los Angeles, county of Los Angeles, state of California.

FOURTH: That the term for which said corporation is to exist is fifty years from and after the date of its incorporation.

FIFTH: That the number of directors or trustees of said corporation shall be fifteen (15), and that the names and residences of such directors or trustees who are appointed for the first year, to serve until the election and qualification of such officers are as follows, to-wit:

	<u>NAMES</u>	<u>RESIDENCES</u>
BY	<u>Douglas Fairbank</u>	<u>Beverly Hills</u>
AS	<u>William S. Paley</u>	<u>Brentwood Hills</u>
and	<u>Conrad Nagel</u>	<u>Beverly Hills</u>

	<u>NAMES</u>	<u>RESIDENCES</u>
ZSM	Louis Sullayer	Santa Monica
MP	Mary Fickard	Beverly Hills
FTD	Frank V. Bestam	Hollywood
FVH	Frank Niblo	Beverly Hills
FL	Frank Lloyd	Whittier
JS	John W. Stahl	Los Angeles
FW	Frank Woods	Hollywood
CW	Carey Wilson	Beverly Hills
JE	John E. Jones	Beverly Hills
RP	Raymond Tomney	Hollywood
GA	Jack Ball	Brentwood
CS	Edwin S. ...	Hollywood

SIXTH: That the number of directors or trustees of said corporation may be increased or diminished from time to time either by the vote or written assent of a majority of the members of the corporation or by the vote or written assent of the entire board of directors. A certificate over the corporate seal, setting forth the action taken by the members or directors and stating the new number of directors shall be signed by the president and secretary of the corporation and filed in the office of the Secretary of State of the state of California, and a copy of said certificate, certified by such Secretary of State, shall be filed in the office of the County Clerk of Los Angeles County, whereupon the number of directors or trustees shall be changed as stated in said certificate.

SEVENTH: That said corporation shall have no capital stock, and is not formed or incorporated for the purpose of pecuniary profit, but for benevolent purposes only.

IN WITNESS WHEREOF, we have hereunto

set our hands this 19th day of March, 1927.

Amos Farkas

Wilton Silb

Conrad Nagel

Louis B. Mayer

Mary Fickford

Fred W. Bottom

Stuart Lloyd

William Stult

Wesley

Frank Woods

Carol Wilson

John H. Hauer

Wm J. Tomney

J. A. Ball

C. H. J. J. J. J.

Jack Warner

W. H. Christ

Sid Grauman

Jack Holt

Milton E. Hoffman

Nancy Paul

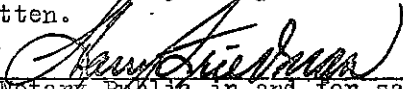
McHenry

STATE OF CALIFORNIA, )  
  : SS.  
County of Los Angeles. )

On this 19th day of March, 1927,  
before me HARRY FRIEDMAN, a Notary Public in and for the  
county of Los Angeles, state of California, personally  
appeared Douglas Fairbanks, Milton Sills, Conrad Nagel, Louis B. Mayer,  
Mary Pickford, Fred W. Bronson, Frank Lloyd, John M. Stahl,  
Fred Nible, Frank Woods, Carey Wilson, Oss W. Farnham,  
Roy F. Pomroy, J.A. Ball, Cedric Gibbons, Jack S. Warner,  
C.J. Christie, Sid Stanman, Jack Holt, Milton E. Hoffman,  
Harry Rapp, M.C. Levee.

personally known to me to be the persons whose names are  
subscribed to and who executed the foregoing instrument, and  
who are named therein as directors and incorporators, and  
acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set  
my hand and affixed my official seal the day and year in  
this certificate first above written.

  
Notary Public in and for said  
county and state.

(NOTARIAL SEAL)

THOMAS H. KUCHEL, CHAIRMAN  
STATE CONTROLLER

JAMES S. DEAN, VICE-CHAIRMAN  
DIRECTOR OF FINANCE

JERROLD L. SEAWELL  
CHAIRMAN BOARD OF EQUALIZATION

JOHN J. CAMPBELL  
EXECUTIVE OFFICER



SEP 18 1952

STATE OF CALIFORNIA  
OFFICE OF  
**Franchise Tax Board**

SACRAMENTO 14

September 16, 1952

Academy of Motion Picture Arts and Sciences  
c/o Wright, Wright, Green and Wright  
Suite 1125, 111 West Seventh Bldg.  
Los Angeles 14, California

Attention: Mr. Richard M. Goldwater

Gentlemen:

RE: Exemption From Franchise Tax

It is the opinion of this office based upon the evidence presented, that you are exempt from State franchise tax under the provisions of Section 23701 of the Revenue and Taxation Code, as it is shown that you are organized and operated exclusively as a professional association.

Accordingly, you will not be required to file franchise tax returns unless you change the character of your organization, the purposes for which you were organized, or your method of operation. Any such changes should be reported immediately to this office in order that their effect upon your exempt status may be determined.


You will be required, however, to file annually, beginning with your current accounting period, an information return on Form 199 with this office as long as this exemption remains in effect. This form may be obtained from this office or any of its branches and is required to be filed on or before the 15th day of the fifth month following the close of your annual accounting period.

However, if you have income that is taxable under the provisions of Section 23771 of the Revenue and Taxation Code, a return on Form 109 must be filed in this office on or before the 15th day of the third month following the close of your annual accounting period. This form may be obtained from this office or any of its branches.

If the organization is not yet incorporated or has not yet qualified to do business in California, this approval will expire within thirty days unless incorporation or qualification is completed within such period.

Very truly yours

FRANCHISE TAX BOARD  
John J. Campbell  
Executive Officer

By   
Milton A. Huot  
Associate Tax Counsel

MAH:aeb  
cc - Secretary of State  
cc - P. Russell