

235667

CHESSER & BARR, P.A.
ATTORNEYS

1201 EGLIN PARKWAY
SHALIMAR, FLORIDA 32579

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

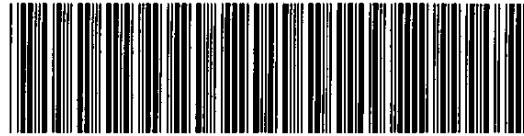
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900115755049

01/25/08--01011--003 **70.00

2008 FEB - 7 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Amend

TR

2-7-08



CHESSER & BARR, P.A.
ATTORNEYS

HARRY E. BARR
*Board Certified Civil Trial Law
Certified Circuit Court Mediator*

D. MICHAEL CHESSER
*Board Certified Real Estate Law
Certified Circuit Court Mediator*

JENNIFER HANSON COPUS

STEVEN COPUS

CASEY L. JERNIGAN
Also licensed in AL

LOUIS L. LONG, JR.

COLLEEN COFFIELD SACHS
Also licensed in LA

ALLISON SEBASTIAN

LESLIE D. SHEEKLEY

Of Counsel

JEROME A. ZIVAN
Also licensed in GA

sebastian@chesserbarr.com

January 23, 2008

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Playground Music Center Inc.
Document Number 235667

Dear Sir or Madam:

Please find enclosed the first and second articles of amendment to the certificate of incorporation for Playground Music Center Inc. The filing fee for each amendment is also enclosed.

If you have any questions please call me to discuss.

Sincerely,

Allison R. Sebastian, Esq.



CHESSEY & BARR, P.A.
ATTORNEYS

HARRY E. BARR
*Board Certified Civil Trial Law
Certified Circuit Court Mediator*

D. MICHAEL CHESSEY
*Board Certified Real Estate Law
Certified Circuit Court Mediator*

JENNIFER HANSON COPUS

STEVEN COPUS

CASEY L. JERNIGAN
Also licensed in AL.

LOUIS L. LONG, JR.

COLLEEN COFFIELD SACHS
Also licensed in LA

ALLISON SEBASTIAN
LESLIE D. SHEEKLEY

Of Counsel

JEROME A. ZIVAN
Also licensed in GA

sebastian@chesserbarr.com

February 4, 2008

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Playground Music Center Inc.
Document Number 235667

Dear Sir or Madam:

Please find enclosed the first and second articles of amendment to the certificate of incorporation for Playground Music Center, Inc which have been corrected to include the date of adoption. Please file accordingly.

If you have any questions please call me to discuss.

Sincerely,

Allison R. Sebastian, Esq.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 30, 2008

ALLISON R. SEBASTIAN, ESQ.
CHESSEY & BARR, P.A.
1201 EGLIN PARKWAY
SHALIMAR, FL 32579

SUBJECT: PLAYGROUND MUSIC CENTER, INC.
Ref. Number: 235667

We have received your document for PLAYGROUND MUSIC CENTER, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return 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) 245-6925.

Teresa Brown
Regulatory Specialist II

Letter Number: 308A00006422

FILED
2008 FEB - 7 PM 3: 46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*This document prepared by:
D. Michael Chesser, Esq.
Chesser & Barr, P.A.
1201 Eglin Parkway
Shalimar, Florida 32579*

FIRST ARTICLES OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
PLAYGROUND MUSIC CENTER, INC.,
a Florida corporation

Pursuant to the provisions of FLA. STAT. § 607.1006, PLAYGROUND MUSIC CENTER, INC., a for profit corporation duly organized and validly existing under the laws of the State of Florida (the "Corporation") hereby adopts the following Amendments to its Articles of Incorporation.

The purpose of these Articles of Amendment is to amend Article 4 and add Section 4 and 5 which shall be amended, as follows:

Sec. 4. The shares of stock are non-transferable except by reconveyance to the Corporation, unless the owner of a majority of the stock determines, at a meeting noticed for that purpose, to do otherwise. Any shareholder may reconvey his or her shares to the Corporation for book value, which amount shall be paid by the Corporation, beginning within thirty (30) days from the date of death of a shareholder, or if by any other conveyance, within thirty (30) days after notice.

The Corporation shall have the election to make monthly payments of the amount due in not more than sixty (60) months, at a fixed rate of interest of Wall Street prime rate as of the date of the notice or death, as applicable.

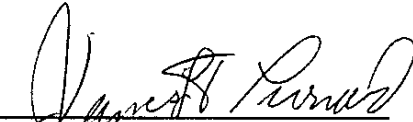
Sec. 5. The corporate certificate shall have a legend imposed as follows:

"The shares of stock in this Corporation are non-transferable except for reconveyance to the Corporation pursuant to the corporate charter."

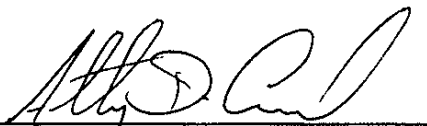
The corporate charter originally filed on March 31, 1960, is therefore amended accordingly. All other provisions of the Articles of Incorporation, as filed, shall remain unchanged.

By execution of this Amendment, all shareholders hereby consent to the actions set forth above and agree to be bound by the terms hereof and the original Certificate of Incorporation of the Corporation.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Amendment to Certificate of Incorporation of Playground Music Center, Inc. in Fort Walton Beach, Okaloosa County, Florida, on this 2nd day of ~~November~~ December, 2007.




James H. Leonard, Trustee,
James H. Leonard Trust



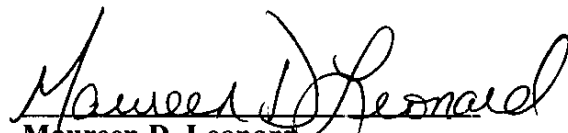
Anthony D. Leonard



Sherry P. Rockwell



Rodney J. Leonard



Maureen D. Leonard