

W4 0000 20 496

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

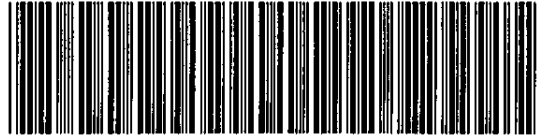
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

*1-4*  
*[Signature]*



300082866083

01/03/07--01033--009 \*\*30.00

07 JAN -3 PM 1:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

3

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Tropical Dream, LLC, Doc # L04000020496  
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

John R. Brill, Secretary  
(Name of Person)

Tropical Dream, LLC  
(Firm/Company)

P.O. Box 53, Floral City, FL 34436  
(Address)

\_\_\_\_\_  
(City/State and Zip Code)

For further information concerning this matter, please call:

Loren Armstrong at ( 352 ) 726-2619  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$25.00 Filing Fee

\$30.00 Filing Fee &  
Certificate of Status

\$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

\$60.00 Filing Fee,  
Certificate of Status &  
Certified Copy  
(additional copy is enclosed)

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



(RAISED SEAL IS ON THE ORIGINAL)

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF**

Tropical Dream, LLC

(Present Name)  
(A Florida Limited Liability Company)

**FIRST:** The Articles of Organization were filed on March 16th 2004 and assigned document number #L04000020496.

**SECOND:** This amendment is submitted to amend the following:

Modify articles of organization as set forth in the attached  
Articles of Amendment to better document the original not-for-profit  
and charitable/educational purposes of the Company and clearly  
indicate our compliance with the exemption criteria of IRC Section  
501(c)(3), FS 196.196, and FS Chapt 617.

Changes include modification of Article IV and additions of  
Articles VI and VII.

(SEE ATTACHED)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JAN -3 PM 1:23

FILED

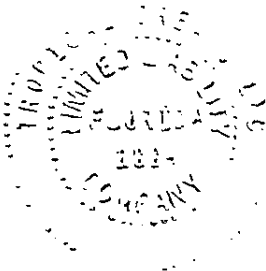
Dated December 29th, 2006.

*John R Brill*

Signature of a member or authorized representative of a member

**JOHN R. BRILL, Secretary, Tropical Dream, LLC**

Typed or printed name of signee



Filing Fee: \$25.00

**ARTICLES OF AMENDMENT  
TROPICAL DREAM, LLC  
a not-for-profit Florida Limited Liability Company**

Pursuant to provisions of chapter 608 of the Florida Statutes, the undersigned Florida Limited Liability Company (LLC) adopts the following amendments to its articles of organization.

Manner of Adoption: The amendments were developed at request of the members and unanimously approved, in order to better document the original not-for-profit and charitable/educational purposes of the Company and our compliance with exemption criteria of IRC Section 501(c)(3), and Chapt 196 and 617 of the Florida Statutes.

**THE AMENDMENTS**

1. **CHANGED ARTICLE:** Article IV of the Articles of Organization are hereby modified. The revised Article IV reads as follows:

**ARTICLE IV: COMPANY PURPOSES AND MANAGEMENT**

The Tropical Dream, LLC company, aka Rockabilly.US music group, provides not-for-profit charitable and educational music performances, featuring genuine Rockabilly music and original artists' works, including Rockabilly.US original works. Tropical Dream, LLC and its Rockabilly.US music group was established as and shall remain a not-for-profit, all volunteer, charitable activity involving no monetary or tangible gain to participants.

The purposes for which this company is formed are exclusively charitable, educational, literary, and of social/cultural benefit as follows:

A. **CHARITABLE:** Rockabilly U.S. Music Shows performs for fundraisers for charitable institutions as often as finances will allow. To date, all charity shows performed have donated 100% of the income of the show to the charity, with Rockabilly U.S. Music Shows covering their own expenses for the production of the show.

B. **SOCIAL HEALTH:** Based on scientific research studies which have proven that the enjoyment of music from one's youth (bringing back youthful memories through nostalgia) is very beneficial to the mental well-being, and quite possibly even the physical well-being of senior citizens, our intent is to provide family-oriented musical entertainment of Rockabilly.US shows. All shows are clean entertainment, and family oriented, so that people of all ages are encouraged to enjoy the shows together as a family, providing an all around positive influence and environment.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JAN -3 PM 1:23

FILED

**C. EDUCATIONAL:** To engage in educational activities that increase awareness and understanding of Rockabilly music, a musical genre original to the United States, but including the contributions of many cultures.

**D. NO INUREMENT, POLITICAL ACTIVITY, OR LOBBYING** To aid, support, and assist by gifts, charity concerts, or other means, other corporations, community organizations, funds, or foundations organized and operated exclusively for charitable purposes. No part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation.

**E. LAWFUL ACTIVITY:** To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly, or indirectly, and either alone or in conjunction or cooperation with others, where such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies.

**F. 501(C)(3) COMPLIANCE:** All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in a manner such that the Company will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

**G. LIMITATIONS OF ACTIVITY:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue law.

**H. MANAGEMENT:** The Limited Liability Company is to be managed by one or more managers and is, therefore, a Manager Managed Company. Managers and all other participants are completely volunteer, and as a condition of participation, sign an agreement that all services are at-will, uncompensated, completely voluntary, and that there is no promise or expectation of any tangible gain (economic, material, or property) involved in this activity.

**2. ADDED ARTICLES:** The following two additional articles are hereby added to the Articles of Organization:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JAN -3 PM 1:23

FILED

Page 1 of 1

**ARTICLE VI  
PARTICIPANT AGREEMENT**

All participants in Company activities, including members and officers, shall, as a condition of participation, enter into a participants' uniform written agreement, which establishes that participation and nature of their services is entirely at-will and voluntary, all liability is waived, and that no form of monetary or tangible gain is expected or promised by the company. The benefit to participants is their enjoyment and personal sense of accomplishment from bringing enjoyment to others, as well as any personal skills or recognition they develop.

**ARTICLE VII  
501(C)(3) LIMITATIONS**

**A. COMPANY PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

**B. EXCLUSIVITY:** The Company is organized exclusively for charitable and educational purposes.

**C. NO PRIVATE INUREMENT:** The Company is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Company shall not distribute any gains, profits, or dividends to the Members, Officers, or other participants thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Company's charitable and educational purposes. The property, assets, profits, and net income of the Company are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to benefit of any individual.

**D. LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

**E. DISSOLUTION:** Upon winding up and dissolution of the Company, the assets of the company remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986, to be used exclusively for charitable and educational purposes. If the Company holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JAN -3 PM 1:23

FILED

**F. 'PRIVATE FOUNDATION' PROVISIONS.** In the event that this company is considered to be a private foundation by the U.S. Internal Revenue Service under provisions of the United States Code, the following provisions apply:

i.) The Company will distribute its income for each tax year at a time and manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ii.) The Company will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

iii) The Company will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

iv.) The Company will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

v.) The Company will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**TROPICAL DREAM, LLC**

**BY: JOHN R. BRILL**

  
\_\_\_\_\_  
**MANAGER-ASST and SECRETARY**

**DATE: December 29<sup>th</sup>, 2006**

**FOR: LOREN D. ARMSTRONG,  
MEMBER-MANAGER and PRESIDENT**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JAN -3 PM 1:23

FILED

