

NO1000007973

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

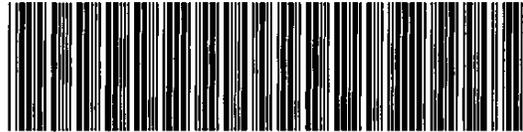
(Business Entity Name)

(Document Number)

Certified Copies  Certificates of Status

Special Instructions to Filing Officer:  
*Maida santander, authorized  
by phone to insert in document  
member of the board of directors  
approved the amendment*  
*Thuis*

Office Use Only



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*Rstart  
Thuis*

05/01/06--01085--001 \*\*78.75

FILED  
06 MAR 30 AM 10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** AMERICAN CHILDREN'S ORCHESTRAS FOR PEACE, INC.

**DOCUMENT NUMBER:** N01000007973

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MAIDA SANTANDER

(Name of Contact Person)

PRESIDENT

(Firm/ Company)

801 SW 3rd AVENUE, Suite 308

(Address)

MIAMI, FL 33130

(City/ State and Zip Code)

For further information concerning this matter, please call:

MAIDA SANTANDER

(Name of Contact Person)

at ( 305 ) 285-2303

(Area Code & Daytime Telephone Number)

371-4222

Enclosed is a check for the following amount:

- |  |   |  |  |
|--|---|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|---|--|--|

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
SECTION ARTICLES OF INCORPORATION AMENDMENT

Dear Sir.

We want to apologize by an error we sent to amend By Laws of the corporation, being the correct the Articles of Incorporation.

We annexed the Articles of Incorporation to amend to correct our error.

Fees already were paid by check. # 1274 of Sun Trust Bank dated April, 24 2006 by value of \$ 78.75.

Maida Santander  
President

RECEIVED

06 MAY 30 AM 8:00

DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 25, 2006

MAIDA SANTANDER  
801 SW 3RD AVENUE  
MIAMI, FL 33130

SUBJECT: AMERICAN CHILDREN'S ORCHESTRAS FOR PEACE, INC.  
Ref. Number: N01000007973

We have received your document for AMERICAN CHILDREN'S ORCHESTRAS FOR PEACE, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Bylaws are not filed with this office. Please retain them for your records.

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) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 506A00032383

Articles of Amendment  
To  
Articles of Incorporation  
Of

FILED  
06 MAY 30 AM 10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

American Children's Orchestras for Peace, Inc.

Document No.N0100007973

Pursuant to the provisions of section 607-1006, Florida Statutes, This Florida Not for Profit Corporation adopts the followings Articles of Incorporation ( attached to this document ) to replace the actually Articles registered.

The number of votes cast for amendment was sufficient for approval by the members of the board of directors.

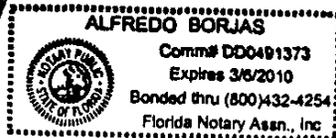
*Maida Santander*

Maida Santander  
President

STATE OF FLORIDA  
COUNTY OF MIAMI DADE

The forgoing instrument was acknowledged before me this 22 day of May,2006 by Mrs. Maida Santander as President of American Children's Orchestras for Peace, Inc. who Produced Identification Number LD S535-544-41-596-0.

*Alfredo Borjas*  
Alfredo Borjas  
Notary Public



RESTATED  
**ARTICLES OF INCORPORATION**

**OF**

**AMERICAN CHILDREN'S ORCHESTRAS FOR PEACE, INC.**

The undersigned subscriber to these Articles of Incorporation is natural person competent to contract and hereby form a non profit corporation under chapter 617 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of Corporation is AMERICAN CHILDREN'S ORCHESTRAS FOR PEACE, INC.,

**ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c ) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation shall be noncommercial, nonsectarian, and nonpartisan.

1 The name of the Corporation or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purpose not appropriately related to promotion of the purposes of the Corporation

2 The American Children's Orchestras for Peace, Inc. (ACOP) purpose is to provide disabled and underprivileged children in public schools, parks and other institutions a much needed alternative, through music, to the cycle of poverty and hopelessness that so often leads to violence. ACOP's focus is on Art Programs and cultural activities on a year-round basis. The program is designed to provide instruments and free instruction to children otherwise without resources. The essential goal of the system is not only the artistic development of the child, but also to use music as a tool to change their lives

3 The Corporation may cooperate with other organizations and agencies concerned with child welfare but persons representing the Corporation in such matters shall make no commitments that bind the Corporation except as otherwise authorized by the Board of Directors.

4 The American Children's Orchestras project is a rigorous musical program dedicated to the high standards of student musical performance. The children are exposed to the world of music, and how the arts can afford students with career options, and most importantly how music can improve an individual quality of life.

5 ACOP Initiates musical programs specifically developed, embracing the cultural and ethnic backgrounds of the communities; creating positive role models for our youth.

6 ACOP targets communities with acute needs and social problems, such as poverty and youth violence. The project aims to keep children away from the daily routines, and those dangerous idle times after school hours, saving them from getting involved in street gangs and other violent activities.

7 ACOP strives to create an exciting, challenging and rewarding musical environment that allows children to flourish

### **ARTICLE 3 – PROHIBITIONS**

No part of the net earning of the Corporations shall inure to the benefits of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable furtherance of the purposes set forth in Article second hereof. No substantial part of the activities of the corporation shall be carrying of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in ( including the publishing or distribution of statement any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities 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, or the corresponding section of any future federal tax code, or (b) by a Corporation contribution to which are deductible under section 170 (c) (2) of Internal Revenue Code, or the corresponding section of any future federal tax code.

### **ARTICLE 4 – DIRECTORS**

The Directors Shall be elected by a majority vote of the members of this Corporation.  
The Directors of the Corporation shall be:

Director Marisa Cisneros  
Director Jorge Viera  
Director Tanya Capriles Brillembourg  
Secretary Magaly Blanco

**ARTICLE 5 – OFFICERS**

The Officers of the Corporation shall be:

Chairman	Michael Nobel
Vice-Chairman	Rafael Diaz-Yoserev
President	Maida Santander

**ARTICLE 6 – PRINCIPAL OFFICE**

The principal office of this Corporation is:  
801 Southwest 3rd Avenue, Suite # 308  
Florida, 33130 and the mailing address is the same.

**ARTICLE 7 – INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Jezabel Joa  
801 Southwest 3rd Avenue, Suite # 308  
Miami, Florida 33130

**ARTICLE 8 - TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE 9 – CAPITAL STOCK**

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

**ARTICLE - 10 QUALIFICATION OF MEMBERSHIP**

The Categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

### **ARTICLE 11 – VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

### **ARTICLE - 12 LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the corporation.

### **ARTICLE 13 – REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered agent of this Corporation was Spiegel & Utrera, P.A., located at 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145. The name and address of the actually registered agent of this Corporation is Mayda Santander 801 Southwest 3<sup>rd</sup> Avenue, Suite 308, Miami, Florida 33130.

### **ARTICLE 14 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

### **ARTICLE 15 - AMENDMENT**

These Articles of Incorporated may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members, and approved at a members meeting by a majority of the members, unless all the Directors and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

### **ARTICLE 16 – DISSOLUTION**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such organization or organization as said Courts shall determine, which are organized and operated exclusively for such purposes.

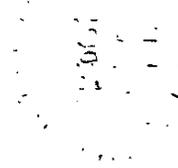
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledge and filed the forgoing Articles of Incorporation under the laws of the State of Florida this May 19 2006.

  
\_\_\_\_\_  
Jezabel Joa, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION**

Maida Santander, having been designated as the Registered Agent in the above and forgoing Articles of Incorporation, is familiar with and accepts the obligation of the position of Registered Agent under the applicable provision of the Florida Statutes.

  
Maida Santander



STATE OF FLORIDA  
COUNTY OF MIAMI DADE

PERSONALLY APPEARED BEFORE ME, The undersigned authority,

Mrs. Maida Santander President of the Non Profit Organization AMERICAN  
CHILDREN'S ORCHESTRAS FOR PEACE, INC., FEI Number 65-1151715,

Who say:

"Pursuant to the provisions of section 607-1006, Florida Statutes, This Florida Non Profit  
Corporation adopts the following articles of incorporation to replace the actually Articles  
registered"

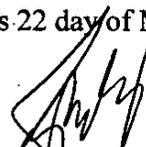
That it is intended in good faith to carry out the purposes and objects set forth therein.



Maida Santander  
President

Sworn and subscribed to before me:

This 22 day of May 2006, in Miami Dade County, State of Florida.

  
Alfredo Borjas  
Notary Public

