

N97000005396

Requestor's Name

FCCPAF
1521 Summer SANDS DR.
Neptune Beach, FL 32266

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)

2. _____ (Corporation Name) _____ (Document #)

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-04/29/98--01062--014
*****35.00 *****35.00

3. _____ (Corporation Name) _____ (Document #)

4. _____ (Corporation Name) _____ (Document #)

- Walk in
- Pick up time _____
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
98 MAY 26 PM 12: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~*989, 564, 547, 671*~~
Amend
5-26-98

Examiner's Initials LFS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 5, 1998

McMillan Dairy
13077 U.S. 129
Live Oak, FL 32060

SUBJECT: FIRST COAST CHILDREN'S PERFORMING ARTS FOUNDATION,
INC.
Ref. Number: N97000005396

We have received your document for FIRST COAST CHILDREN'S PERFORMING ARTS FOUNDATION, 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):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 498A00024729

TAX ID 59-3469581

First Coast Children's Performing Arts Foundation
1521 Summer Sands Drive
Neptune Beach, FL 32266
904-249-8574

May 22, 1998

Mrs. Louise Fleming-Jackson
Division of Corporation
P.O.Box 6327
Tallahassee, FL 32314

Dear Mrs. Fleming-Jackson

As per our conversation today, I have enclosed the copy of the admendment with the additional statement signed by me, a director, that there are no members eligible to vote.

If everthing is in order, I sure would appreciate your attention to this admendment as we have a deadline with the IRS for June 9th. If you have any questions or if you get back the original documents that were sent to McMillan Dairy in Live Oak by mistake please call me at 904-249-8574.

Thank you so much for your help.

Sincerely,



R. Gail Meshaw

Amendment to
Articles of Incorporation

FILED
98 MAY 26 PM 12: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For

First Coast Children's Performing Arts Foundation, Inc. .

Article VII

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopts the amendment to the Articles of Incorporation:

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

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the publishing or distribution of statements in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization

or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The undersigned directors adopted on the 22 day of April, 1998, the aforementioned admendment to the Articles of Incorporation and there are no members eligible to vote.

Rita Gail Meshaw

Rita Gail Meshaw, Director

The undersigned incorporators have executed this amendment to the Articles of Incorporation this 27 day of April, 1998.

Signatures of the incorporators

Rita Gail Meshaw

Rita Gail Meshaw

Susan Alligood Hess

Susan Alligood Hess

Betsy Thompson

Betsy Thompson

Letitia Hubbard

Letitia Hubbard

Suzie Bissell

Suzie Bissell