

N98000001606

CORPORATE ACCESS, INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Amendment Non Profit

1.) The Art For Peace Foundation, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
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4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Amend
6-27-00
RHS

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-06/07/00--01023--007
*****43.75 *****43.75

SPECIAL INSTRUCTIONS

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7, 2000

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: THE ART FOR PEACE FOUNDATION, INC.
Ref. Number: N98000001606

*Corrected
6/26/00
[Signature]*

We have received your document for THE ART FOR PEACE FOUNDATION, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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 word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 800A00032

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

00 JUN 27 AM 9:34

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 27, 2000

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: THE ART FOR PEACE FOUNDATION, INC.
Ref. Number: N98000001606

Corrected
6/27/00
[Signature]

We have received your document for THE ART FOR PEACE FOUNDATION, INC. and your check(s) totaling \$43.75. 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.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from 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) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 900A00036229

RECEIVED
00 JUN 27 PM 2:32
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AMENDED ARTICLES OF INCORPORATION
OF
THE ART FOR PEACE FOUNDATION, INC.

(A NOT FOR PROFIT CORPORATION)

FILED
00 JUN 27 PM 4:39
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Amended Articles of Incorporation, hereby forms a Not for Profit Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is: The Art For Peace Foundation, Inc.

ARTICLE II

(a) Said corporation is organized exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code.

(b) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of the 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 (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

(c) Upon dissolution of this 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 corresponding section of any future federal tax code, or shall be distributed to the Federal government, or state or local government, for a public purpose.

ARTICLE III

This corporation shall have perpetual existence.

ARTICLE IV

The Registered Agent for this Corporation and Registered Agent's address is:

Wallace L. Lewis, Jr., Esquire
Bayview Plaza Building, Suite 600
3225 Aviation Avenue
Miami, Florida 33133

The principal office of this Not For Profit Corporation is:

The Art For Peace Foundation, Inc.
Bayview Plaza Building, Suite 600
3225 Aviation Avenue
Miami, Florida 33133

The mailing address for this not for profit corporation is:

The Art For Peace Foundation, Inc.
Bayview Plaza Building, Suite 600
3225 Aviation Avenue
Miami, Florida 33133

ARTICLE V

This Corporation shall have five (5) directors. The number of directors may be increased or diminished from time to time by the by-laws duly adopted by the members, but shall never be less than five (5). The directors shall hold office until the first annual meeting of the members. The method of election of directors shall be stated in the by-laws of this not for profit corporation.

ARTICLE VI

The name of the directors of this Not For Profit Corporation and their street addresses are as follows:

Wallace L. Lewis, Jr., Esquire
Bayview Plaza Building, Suite 600
3225 Aviation Avenue
Miami, Florida 33133

Mary Fernandez
2520 Southwest 59th Avenue
Miami, Florida 33155

Margarita Rodriguez
2542 Southwest 92nd Court
Miami, Florida 33165

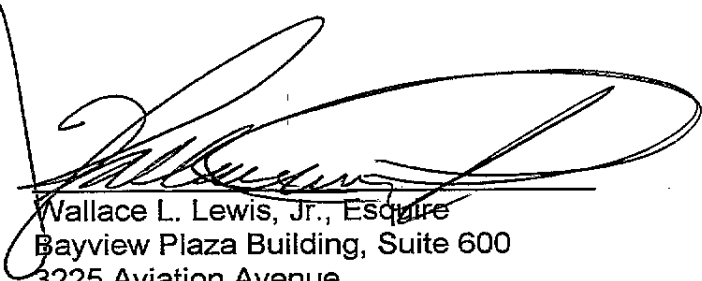
Alberto J. Escarza
15631 Southwest 42nd Lane
Miami, Florida 33185

Sara Vera
5905 Southwest 26th Street
Miami, Florida 33155

ARTICLE VII

It being acknowledged by the Board of Directors, that there are no members of The Art for Peace Foundation, Inc., nor any such members entitled to vote on the amendments to the Articles of Incorporation, motion was duly made, seconded and unanimously carried, and these Amended Articles of Incorporation were adopted by the Board of Directors on June 1, 2000.


IN WITNESS WHEREOF, the undersigned as the Incorporator, has executed the foregoing Amended Articles of Incorporation as of the 21st day of JUNE, 2000.


Wallace L. Lewis, Jr., Esquire
Bayview Plaza Building, Suite 600
3225 Aviation Avenue
Miami, Florida 33133

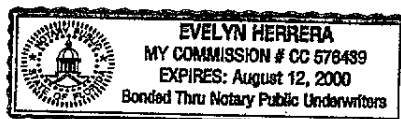
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public, **WALLACE L. LEWIS, Jr., Esquire**, personally appeared and who is personally known to me, acknowledges that he is the person described as the Incorporator in these Amended Articles of Incorporation and who executed the foregoing Amended Articles of Incorporation, and he acknowledged before me that he subscribed these Amended Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida, on this 21st day of June, 2000.


NOTARY PUBLIC - State of Florida
Evelyn Herrera
Printed name of Notary Public

My Commission Expires:



CERTIFICATE OF DESIGNATION OF RESIDENT AGENT

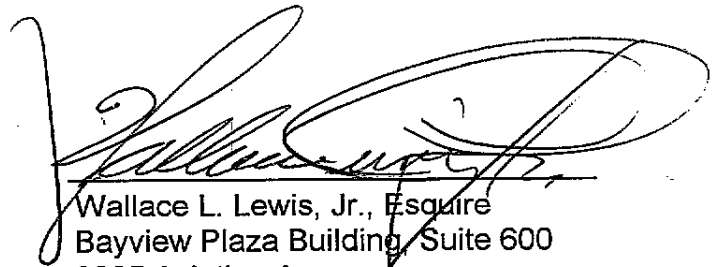
In Compliance with Sections 48.091 and 617.0501, Florida Statutes, the following is submitted in accordance with said Act:

That **THE ART FOR PEACE FOUNDATION, INC.** desiring to organize under the laws of the State of Florida as a not for profit corporation, with its principle office, as indicated in the Amended Articles of Incorporation, at Bayview Plaza Building, Suite 600, 3225 Aviation Avenue, Miami, Florida 33133, has named Wallace L. Lewis, Jr., Esquire, of Bayview Plaza Building, Suite 600, 3225 Aviation Avenue, Miami, Florida 33133, to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated not for profit corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office open.

Dated: 6/21/2000



Wallace L. Lewis, Jr., Esquire
Bayview Plaza Building, Suite 600
3225 Aviation Avenue
Miami, Florida 33133