

**juggerknot
theatre
company**

N99000001171

October 30, 2000

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

700003673297--5
-02/12/01--01005--001
*****35.00 *****35.00

Re: JUGGERKNOT THEATRE

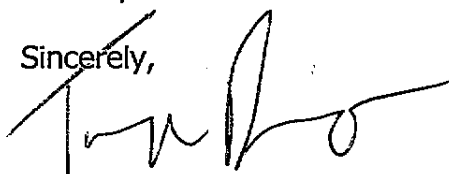
To Whom It May Concern:

Enclosed please find the revised and updated Articles of Amendments to the Articles of Incorporation of Juggerknot Theatre, Inc.

Should you have any questions, or require any further information, please do not hesitate to contact me at 305-448-0569.

Thank you in advance.

Sincerely,



Tanya Bravo
Artistic Director

enclosures

(305) 448-0569

JuggerknotCo@aol.com

P.O.Box 141798
Coral Gables, FL 33114

*Amendment
LFT
4-20-2001*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR 19 AM 9:31



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 15, 2001

Tanya Bravo
% JUGGERKNOT THEATRE CORPORATION
Post Office Box 141798
Coral Gables, FL 33114

SUBJECT: JUGGERKNOT THEATRE CORPORATION
Ref. Number: N99000001171

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

Please accept our apology for failing to mention this in our previous letter.

The current name of the entity is as referenced above. Please correct your document accordingly.

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.

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: 901A00009621



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 7, 2000

Tanya Bravo
% JUGGERKNOT THEATRE CORPORATION
Post Office Box 141798
Coral Gables, FL 33114

SUBJECT: JUGGERKNOT THEATRE CORPORATION
Ref. Number: N99000001171

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 2000 annual report/uniform business report. The entity must be reinstated before this document can be filed.

The total amount due to reinstate is \$236.25.

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 name of the person signing the document must be typed or printed beneath or opposite the signature.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 100A00057604

**juggerknot
theatre
company**

February 7, 2001

Division of Corporations
Attn: Louise Fleming-Jackson
P.O. Box 6327
Tallahassee, FL 32314

Ref: Juggerknot Theatre

Dear Ms. Fleming-Jackson:

I apologize in advance for my delay in responding to you, and greatly appreciate your patience and understanding, never-the-less, enclosed please find the updated amendment to our Articles of Incorporation along with check # 1183 in the amount of \$35.00 to file these articles.

Should you require any further information, please do not hesitate to contact me at 305-448-0569 or our Vice-Chairman of the Board, Peter Fullerton, Esq. of the Law Firm of Carlton Fields at 305-854-5900.

Thank you in advance.

Sincerely,



Elda Elisa Brouwer
Managing Director for Juggerknot Theatre Company

enclosure

(305) 448-0569

JuggerknotCo@aol.com

P.O.Box 141798
Coral Gables, FL 33114

CARLTON FIELDS

ATTORNEYS AT LAW

4000 INTERNATIONAL PLACE
100 S. E. SECOND STREET
MIAMI, FLORIDA 33131

MAILING ADDRESS:
P.O. BOX 019101, MIAMI, FL 33131-9101
TEL (305) 530-0050 FAX (305) 530-0055

PETER V. FULLERTON
EMAIL: pfull@carltonfields.com

April 16, 2001

Ms. Louise Flemming-Jackson
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

VIA U.S. MAIL

Re: Juggerknot Theatre Corporation
Ref. No.: N99000001171
Letter No.: 901A00009621

Dear Ms. Flemming-Jackson:

Pursuant to your letter dated February 15, 2001, please find enclosed Articles of Amendment to Articles of Incorporation of Juggerknot Theatre Corporation incorporating your suggested changes.

Also, please note that our firm's address has changed as follows:

Mailing Address:
P.O. Box 019101
Miami, FL 33131-9101

Street Address:
4000 International Place
100 S.E. Second Street
Miami, FL 33131-9101

Telephone Number: (305) 530-0050
Fax Number: (305) 530-0055

Thank you very much.

Sincerely,

Peter V. Fullerton

PVF:lp
enc.

MIA#2120825.01

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.
TAMPA ORLANDO TALLAHASSEE WEST PALM BEACH ST. PETERSBURG MIAMI

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
JUGGERKNOT THEATRE CORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR 19 AM 9:31

Pursuant to the provision of Florida NOT-FOR-PROFIT Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

The Articles of Incorporation are amended by replacing Articles III and IV, by adding to Article II and by adding a new Article as Article VIII. These Amendments relate to Corporate Purpose, Qualification of Board Members, perpetual existence, and use of corporate funds, respectively. Juggerknot Theatre Corporation has no members entitled to vote, and these Amendments were unanimously approved by all of the members of the duly elected Board of Directors, and were approved pursuant to both the Articles of Incorporation and the Bylaws of Juggerknot Theatre Corporation, on October 14, 2000.

1) Add the following to ARTICLE II:

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the JUGGERKNOT THEATRE CORPORATION bylaws and the laws of the State of Florida. The date on which corporate existence shall begin is the Date of Incorporation.

2) ARTICLE III shall be eliminated in its entirety and replaced by the following:

This Corporation is organized exclusively to promote the development, creation and enhancement of all art forms including but not limited to: live theater, poetry, music, and all forms of expository writing, painting, sculpting, motion pictures, and photography, within the meaning of the Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered: to hold any property, or any undivided interest therein without limitations as to the amount or value, to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgement of the directors, will best promote the Purpose of the Corporation without limitation, except, if any, as may be contained in the instrument under which property is received, these Articles of Incorporation, the bylaws of the Corporation or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under all applicable state and federal NOT-FOR-PROFIT law.

3) ARTICLE IV shall be eliminated in its entirety and replaced by the following:

All members of the Board of Directors must have sufficient experience, knowledge and motivation to assist in the Purpose of the Corporation. The sufficiency of the qualifications will be determined by Artistic Director, Tanya Bravo, and Managing Director, Elda Elisa Brouwer, and approved by the Board of Directors. In order to be elected to the Board of Directors, a candidate must be nominated by an actual Board Member and receive the approval of two-thirds of the existing Board. Similarly, a Board Member may be removed at any time, without cause, upon the determination and recommendation of two-thirds of the existing Board. The Board of Directors does not have the power to relieve the Artistic Director, Tanya Bravo, or the Managing Director, Elda Elisa Brouwer, from their positions, as long as the corporation shall exist, unless they do so by their own determination, in the form of a written statement presented to the Board of Directors.

**AMENDMENT TO ARTICLES
JUGGERKNOT THEATER, INC
October 10th, 2000**

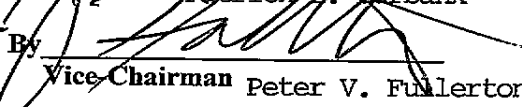
4) Add the following Article as ARTICLE VIII:

No part of the net earnings of the Corporation shall benefit, or be distributable to the Corporation's members, trustees, officers, or any private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation, and to make payment and distribution in furtherance of the Purpose set forth in ARTICLE III hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene with (including the publication or distribution of statements) 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 corresponding section of any future federal tax 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.

IN WITNESS WHEREOF, the undersigned Chairman and Vice-Chairman of this Corporation have executed these Articles of Amendment to the Articles of Incorporation on this 14 day of October 2000, and do hereby certify that the facts stated in these Articles of Amendment to the Articles of Incorporation are true and correct.

JUGGERKNOT THEATER, INC

By 
Chairman Patrick E. Burbank

By 
Vice-Chairman Peter V. Fullerton, Esq.

Prepared by:
Peter V. Fullerton, Esq.
Florida Bar No. 797944
Eileen Trautman, Esq.
Florida Bar No. 184844
Carlton Fields
2601 South Bayshore Drive, 19th Floor
Miami, FL 33133-5460

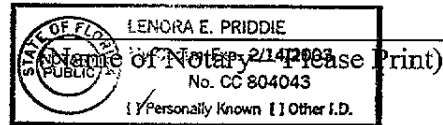
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 14 day of October, 2000, by Patrick E. Burbank, as Chairman of Juggerknot Theatre Corporation. (S)He is personally known to me (☒) or has produced _____, as identification.

Lenora E. Priddie
NOTARY PUBLIC

My Commission Expires:



STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 14 day of October 2000, by Peter V. Fullerton, as Vice-Chairman of Juggerknot Theatre Corporation. (S)He is personally known to me (☒) or has produced _____, as identification.

Lenora E. Priddie
NOTARY PUBLIC

My Commission Expires:

