

N000000001379

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

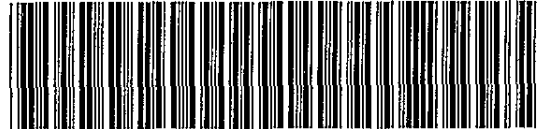
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200059986512

09/29/05--01017--009 **43.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 NOV 10 PM 3:03

Amendment
11/10/05
DC

PENDORF & CUTLIFF

ATTORNEYS AT LAW

Patent, Trademark, Copyright & Licensing
www.patentcentral.com

5111 Memorial Highway
Tampa, Florida 33634-7356
Phone: (813) 886-6085
Fax: (813) 886-6720

E-MAIL: pendorf@patentcentral.com
cutliff@patentcentral.com
defillo@patentcentral.com
hass@patentcentral.com
bonnie@patentcentral.com
jenny@patentcentral.com

November 7, 2005

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

Re: CORRECTIONS: N00000001379
Amendment to Articles of Incorporation of
STARLIGHTS PERFORMANCE ARTS, INC.

Enclosed is the signed original and one signed copy of the **Corrected** Amendment to the Articles of Incorporation of the above corporation. Also, enclosed is a copy of the letter from the Department of State Dated October 6, 2005.

Please process this at your earliest opportunity and return the certified copy of the Amendment to the Articles of Incorporation to this office.

If you have any questions, do not hesitate to call my office.

Very truly yours,



Yaté K. Cutliff

YKC/st
Enclosure

RECEIVED
05 NOV 10 AM 8:00
DIVISION OF CORPORATIONS

PENDORF & CUTLIFF

ATTORNEYS AT LAW

Patent, Trademark, Copyright & Licensing
www.patentcentral.com

5111 Memorial Highway
Tampa, Florida 33634-7356
Phone: (813) 886-6085
Fax: (813) 886-6720

E-MAIL: pendorf@patentcentral.com
cutliff@patentcentral.com
defillo@patentcentral.com
hass@patentcentral.com
bonnie@patentcentral.com
@patentcentral.com

September 27, 2005

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

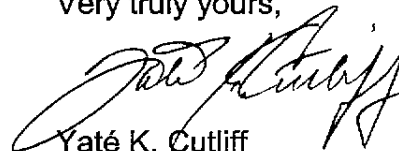
Re: Amendment to Articles of Incorporation of
STARLIGHTS PERFORMANCE ARTS, INC.

Enclosed is the signed original and one signed copy of the Amendment to the Articles of Incorporation of the above corporation. Also, enclosed is a check in the amount of \$43.75, for amending the articles and a certified copy of the amendment.

Please process this at your earliest opportunity and return the certified copy of the Amendment to the Articles of Incorporation to this office.

If you have any questions, do not hesitate to call my office.

Very truly yours,



Yaté K. Cutliff

YKC/st
Enclosure



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 6, 2005

YATE K. CUTLIFF
PENDORF & CUTLIFF
5111 MEMORIAL HIGHWAY
TAMPA, FL 33634-7356

RECEIVED
OCT 11 2005

BY: _____

SUBJECT: STARLIGHTS PERFORMANCE ARTS, INC.
Ref. Number: N00000001379

We have received your document 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 incorporator(s) cannot be amended or changed. Please correct your document accordingly.

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

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) 245-6906.

Darlene Connell
Document Specialist

Letter Number: 505A00060730

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 NOV 10 PM 3:03

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
STARLIGHTS PERFORMANCE ARTS, INC.

We the undersigned, being the President and Secretary of STARLIGHTS PERFORMANCE ARTS, INC., a Florida non-profit corporation, hereby certify, pursuant to the provisions of Section 617.1006, Florida Statutes, states that the under signed Florida Nonprofit corporation adopts the following articles of amendment to its articles of incorporation, there being no members or members entitled to vote on the amendment that the amendments were adopted by the board of directors at a meeting duly held by them on the 20th day of September, 2005:

FIRST: Amendment adopted: ARTICLE III

ARTICLE III
PURPOSE

This corporation is organized for the purposes of encouraging, fostering, and teaching of performance arts by promoting and providing educational programs for youth, and adults. Further, the Corporation's purpose will be used exclusively for charitable, educational, scientific and literary purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

SECOND: Amendment Adopted to Add the following Article:

ARTICLE VI
POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes that are not in conflict with the terms of these Articles; provided, however, that notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

THIRD: Amendment Adopted to Add the following Article:

ARTICLE VII
LIMITATIONS

The corporation shall be operated exclusively for charitable, educational and literary purposes as a nonprofit corporation. No part of the net earnings of the corporation shall inure to the benefit 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 compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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 these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

FOURTH: Amendment Adopted to Add the following Article:

ARTICLE VIII
BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

FIFTH: Amendment Adopted to Add the following Article:

ARTICLE IX
DIRECTORS

(a) Powers. All corporate powers shall be exercised by or under

the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Directors.

(b) Number. The number of directors shall be determined from time to time in accordance with the Bylaws, but shall never be less than three directors, and, in the absence of any such determination, shall be three directors.

(c) Election; removal. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

SIXTH: Amendment Adopted to Add the following Article:

ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the laws of the State of Florida.

SEVENTH: Amendment Adopted to Add the following Article:

ARTICLE XI
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution or final liquidation 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 a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the Principal office of the corporation 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.

EIGHTH: Amendment Adopted to Add the following Article:

ARTICLE XII
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

Delores Green-Foster

2342 Thirteenth Street South
St. Petersburg, FL 33705

Signed this day 22nd of October, 2005.

Signature

Wanda J. Wilson

Name: Wanda J. Wilson

Title: President, Board of Directors

Signature

Angela Freeman

Name: Angela Freeman

Title: Secretary, Board of Directors