## N00000003375

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Amendment LFT 1-10-03

736 13th Street, #111 Miami Beach, FL 33139

December 30, 2002

Amendment Section
Division of Corporations
PO BOX 6327
Tallahassee, FL 32314

Greetings,

Please find enclosed Articles of Amendment to the Articles of Incorporation of Accent Miami (N0000003375), as well as a check for \$43.75. Please send me a conformed copy of the amendments to the above address.

Should you have any questions feel free to contact me at (305) 755-5827 or amaxwell@akerman.com.

Thank you for your attention to this matter.

Sincerely

Augusto E. Maxwell

President

Accent Miami, Inc.

SECRETARY OF STATE DIVISION OF CORPORATION

2003 JAN -2 PM 5: 27

# ARTICLES OF AMENDMENT to ARTICLES OF INCORPORATION of ACCENT MIAMI, INCORPORATED N0000003375

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

## FIRST: Amendments adopted:

1. Delete Article III and replace with the following:

### ARTICLE III. PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are): to enhance Miami's intellectual and cultural life.

### 2. Add Article VIII to read as follows:

### ARTICLE VII. CHARITABLE ORGANIZATIONS PROVISIONS

Notwithstanding any powers granted to the Corporation by its Articles, By Laws or by the laws of the State of Florida, the following limitations of power shall apply:

- a. 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 of 1986, as amended, or corresponding section of any future federal tax code [Code].
- b. 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 the services rendered and to make payments and distributions in furtherance of purposes set forth in the purpose clause 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 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 (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Code; or (ii) by an organization contributions to which are deductible under Section 170(c)(2) of the Code.
- c. 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 Code, or shall be distributed

to the federal government, or a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by the court having jurisdiction over the Corporation, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

SECOND:	The date of adoption of the amendments was December 13, 2002.	
THIRD:	There are no members. The amendments were adopted by the Board of Directors.	
	At Amel	
Signature of President		
	AUGUSTO E. MAYWELL	
Typed or printed name		
Presidet 12/13/2002		

Title

Date