

NO3000000070

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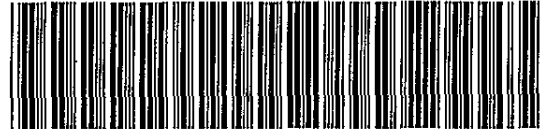
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PATRICIA L. PEREZ, P. A.

2222 Ponce De Leon Blvd., Penthouse Suite, Coral Gables, Florida 33134-5039 (305) 445-7611 fax (305) 445-7622

April 2, 2003

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Ref: Blues in the Schools, Inc.

To Whom It May Concern:

Enclosed please find articles of amendment to articles of incorporation for the above referenced corporation along with a check for the amendment fee of \$43.75, which includes the fee for a certified copy of the amendment.

At this time we are requesting a Certified copy of the original articles of incorporation for which we are enclosing additional check in the amount of \$8.75 for the certified copy.

Please remit Certified copies to our office located at 2222 Ponce De Leon Blvd, Penthouse Suite, Coral Gables, FL 33134. If you need any further documents or information please do not hesitate to contact my office.

Very truly yours,
PATRICIA L. PEREZ, P.A.


Patricia L. Perez, Esq.
For the Firm

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
BLUES IN THE SCHOOLS, INC.
N03000000070

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Amendment(s) adopted:

Add to Article III

Said organization 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, or corresponding section of any future federal tax code.

Additional Article - Article IV Earnings of Organization

No part of the net earnings of the organization shall inure to the benefit of, or be distributable 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 organization 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 (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.

Additional Article - Article X Dissolution

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

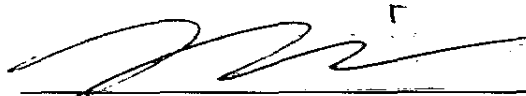
SECOND: The date of adoption of the amendment(s) was March 31, 2003.

THIRD: Adoption of Amendment

_____ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.



There are no members or members entitled to vote on the amendment.
The amendment(s) was(were) adopted by the Board of Directors.



Signature of Chairman, Vice Chairmen, President or other officer

Rick Goldman

Typed of printed name

President + Director March 31, 2003

Title

Date