N03000004190

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10/29/03--01061--003 **43.75



Amend 10/29/03

Board of Directors Curtis Abrahamson,

President

Michael Wagner Amichai Hendel Sagi Shaked, Esq.

Janene Abrahamson Arthur Grossman

Richard Fleischman

Vice President

Jacqueline De Los Santos

Secretary/Treasurer

n: - - - -

MUSIC AMERICA PERFORMANCE ACADEMY

3201 Griffin Road Fort Lauderdale, FL 33312 (954) 986-9802 (954) 987-0529 FAX

October 28, 2003

Att. Thelma Lewis

Division of Corporations 409 E Gaines Street Tallahassee, FL 32399

Thank you for your wonderful cooperation and spirit. It is so nice to be able to talk with someone who will take the time to help.

In filing with the IRS to receive 501(c) (3) status they have requested that we "submit a conformed copy of your organization's Articles of Incorporation that bears proof of filing and approval by the appropriate state official". They have also asked that the Articles are amended to include specifically required language. This revision has been presented and approved by the Board of Directors.

They have placed a time line to conclusion at November 5, 2003. Anything you can do to help us save years of effort will be greatly appreciated.

Sincerely,

Curt Abrahamson

Please find enclosed: The State Non-Profit Amendment Form Amendments A Check for \$43.75 An overnight return envelope for certified copy

ARTICLES OF AMENDMENT

to

03 OCT 29 PY 12:43 ARTICLES OF INCORPORAT

of

Music America Performance Academy, Inc.

(present name)

N03000004190

(Document Number of Corporation (If known)

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: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

Under ARTICLE 9, SECTION 3: DISTRIBUTION OF ASSETS (The statement is hereby amended in total to read as follows.)

"Upon 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 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."

10/25/03 **SECOND:** The date of adoption of the amendment(s) was:

Adoption of Amendment (CHECK ONE) THIRD:

- 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 Chairman, President or other officer BRAHAMSO Typed or printed name

Under ARTICLE 2, SECTION 1: IRC SECTION 501 (C) (3) PURPOSES (The statement is hereby amended in total to read as follows.)

"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."