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Florida Dept of State



March 15, 2007

FLORIDA DEPARTMENT OF STATE
Division of CorporationsARTS ACCORD, INC.
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

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.

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SIGN OF CORPORATION

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**Articles of Amendment
to
Articles of Incorporation
of
Arts Accord, Inc.**

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Pursuant to the provisions of Section 617,1006, Florida Statutes, this Florida Not for Profit Corporation adopts the following amendment to its Articles of Incorporation.

The following articles of the Articles of Incorporation of Arts Accord, Inc. are amended to read as follows:

**Article I
Name**

The name of the corporation is **Lake Eustis Arts Accord, Inc.**

**Article III
Purposes**

The Corporation is organized, and shall be operated exclusively for charitable, religious, educational, and scientific purposes, including but not limited to supporting and promoting arts and culture.

The following articles are hereby added to and incorporated into the existing Articles of Incorporation of Arts Accord, Inc.:

**Article IX
Powers**

Solely for the corporation purposes as stated in the Articles of Incorporation and this Amendment, the corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

C. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

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Article X Not For Profit

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its members, directors, or officers, except to the extent permissible under these articles, under law and under § 501(c)(3) of the Internal Revenue Code. If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under § 501(c)(3) of the Internal Revenue Code.

Article XI Tax Exempt Status

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation § 501(a) of the Internal Revenue Code as an organization described in § 501(c)(3) of the Internal Revenue Code and which is other than a private foundation as defined in § 509 of the Internal Revenue Code. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under § 501(c)(3) of the Internal Revenue Code. All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

Article XII Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of § 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 by the Court of Common Pleas (or court of similar jurisdiction) 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.

The amendment was adopted at a meeting of the board of directors by a majority vote of the directors then in office on February 28, 2007.

There are no members entitled to vote on the amendment.

Accordingly, the undersigned duly authorized representative hereby executes these Articles of Amendment effective February 28, 2007.



Derek A. Schroth
President, Arts Accord, Inc.

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