

LD SLEDGE

1516 COLONY COURT, PALM HARBOR, FLORIDA 34683

January 25, 2008

Ms. Tina Roberts
Regulatory Specialist II
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida

Re: Amendment of Non-Profit Corporate Articles of
Artists in Action International, Inc.

Dear Ms. Roberts:

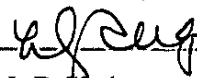
I received the attached January-18 correspondence from you on January-24, and called your office for you today, January 25, but you were at lunch. I talked to a very nice lady who walked me through this and I am sending you back the amending articles which I hope are in the correct form and format this time.

My original documents included my check in the amount of \$105.00 which included the cost of filing the annual report as well as the amendment for \$35.00 and the cost of a certified copy, so please apply that previously pre-paid amount to the filing of these amendments.

Thank you and the lady who helped me for this assistance. If it is done properly, please send me the certified copy reflecting the amendment as soon as is convenient.

Again, thank you for your prompt reply and great service, I am,

Very truly yours,



LD Sledge

CELL 225 252 5986 HOME 727 771 9175 LDSLEDGE@GMAIL.COM



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 18, 2008

L D SLEDGE
1516 COLONY COURT
PALM HARBOR, FL 34683

SUBJECT: ARTISTS IN ACTION INTERNATIONAL, INC.
Ref. Number: N07000002729

We have received your document for ARTISTS IN ACTION INTERNATIONAL, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

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.

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) 245-6892.

Tina Roberts
Regulatory Specialist II

Letter Number: 708A00004088

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Artists In Action International, Inc

DOCUMENT NUMBER: NO7000002729

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

L. D. Sledge

(Name of Contact Person)

Artists In Action International

(Firm/ Company)

1516 Colony Court

(Address)

Palm Harbor, FL 34683

(City/ State and Zip Code)

For further information concerning this matter, please call:

L. D. Sledge

(Name of Contact Person)

at (225) 252-5986

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

<Prepaid>

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED

08 JAN 31 PM 2:17

Articles of Amendment
to
Articles of Incorporation
of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTISTS IN ACTION INTERNATIONAL, INC

(Name of corporation as currently filed with the Florida Dept. of State)

NO7000002729

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

N/A

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

The Amended and Supplemented articles are in 2
Pages affixed here to

(Attach additional pages if necessary)
(continued)

The original Articles of Incorporation of Artists In Action International, Inc., are amended and supplemented in Articles three through eight as follows, Articles one and two remain the same.

Third: Said 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 or the corresponding section of any future federal tax code.

Further, the purpose of Artists in Action International, Inc., is to better instruct, mentor, organize and facilitate the growth and self-support of artists. We bring together artists of all media, be they painters, sculptors, dancers, singers, musicians, poets, writers, designers, actors, etc., through a common membership, to share their goals, experience and needs in order to obtain the guidance, support and learning that will assist them in their artistic, social and business development.

The membership offers advice, basic educational instruction and support to artists through meetings, online forums, discussions, exhibitions, workshops and events where the artists can learn, participate and eventually reach a level of renown and proficiency that permits them to gain remuneration for their art.

These activities aim to give artists exposure and support, as well as enrich the communities in which the artists reside and events take place. To this extent and purpose, Artists In Action International, Inc. will seek funding from interested public and private sources in support of its programs.

Fourth: The trustees (directors) of the corporation are as follows:

- Jack Potter, 2523 Estancia Blvd., Clearwater, Florida, 33761
- Pat Luefan, 1117 Webb Drive, Clearwater, Florida 33755
- Barbara "Stazja" McFadyen, 100 Waverly Way, #310, Clearwater, Florida 33756
- George F. Bruce, 1231 South Hercules Avenue, Clearwater, Florida 33764
- L. D. Sledge, 1516 Colony Court, Palm Harbor, Florida 34683

Fifth: 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 Third 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code or (b) by a

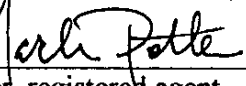
corporation , contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Sixth: 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 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.

Seventh: The registered agent for service of process is Jack Potter, 2523 Estancia Blvd., Clearwater, Florida, 33761.

Eighth: The officiating officers are Jack Potter, Chairman of the Board, 2523 Estancia Blvd., Clearwater, Florida, 33761, and Pat Luefan, Executive Director, 1117 Webb Drive, Clearwater, Florida, 33755

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Jack Potter, registered agent

1.27.08
Date

The date of adoption of the amendment(s) was: January 5, 2008

Effective date if applicable: N/A
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- 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

Jack Potter
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

JACK POTTER

(Typed or printed name of person signing)

CHAIRMAN OF THE BOARD

(Title of person signing)

FILING FEE: \$35