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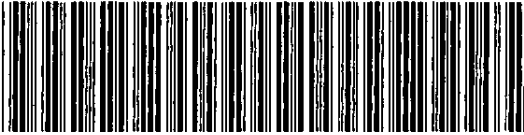
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Amended / Restated
CC
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: INTERNATIONAL HARP museum

DOCUMENT NUMBER: NO 7000004376

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

Please return all correspondence concerning this matter to the following:

Stephen Matzuk
(Name of Contact Person)

MATZUK Law Firm
(Firm/ Company)

1920 N Orange Ave
(Address)

Orlando, FL 32804
(City/State and Zip Code)

For further information concerning this matter, please call:

Stephen Matzuk at (407) 898-3939
(Name of Contact Person) (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)

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

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

INTERNATIONAL HARP MUSEUM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 SEP -3 AM 8: 97

The undersigned, a natural person 18 years of age or older, herein files the following Amended and Restated Articles of Incorporation of International Harp Museum, Inc.

These Amended and Restated Articles of Incorporation were adopted by majority vote of the Board of Directors on August 12, 2008. There are no members or members entitled to vote on these Amendments.

**ARTICLE I
NAME/REGISTERED OFFICE**

The name of this corporation shall be International Harp Museum, Inc., located at 5 Broadway Court, Orlando, Fl 32803.

**ARTICLE II
PURPOSE**

This corporation is organized exclusively for charitable purposes, more specifically to preserve the history of the harp musical instrument through education, concerts, archives and a comprehensive harp collection to be maintained on the premises. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE III
EXEMPTION REQUIREMENTS**

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others 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 purpose set forth in the purpose clause hereof.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provisions 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, 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.

ARTICLE IV DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is 3, their names and addresses being as follows:

Title: P, TR
Michael S. Walls
P.O. Box 690171
Orlando, Fl 32869

Title: VP
Allende A. Franco
2055 Island Brook Lane
Orlando, Fl 32824

Title: R
Gretchen Hahn
P.O. Box 690171
Orlando, Fl 32869

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VI PERSONAL LIABILITY

No officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII 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 by the District Court 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.

ARTICLE VIII REGISTERED AGENT

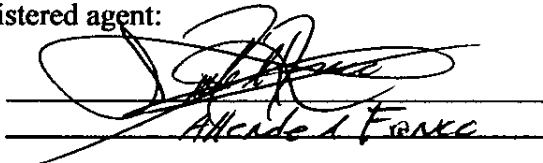
The name and Florida street address of the registered agent is:

Allende A. Franco
2055 Island Brook Lane
Orlando, FL 32824

The registered agent certifies by his signature below that he will accept the responsibilities of registered agent:

Signature:

Printed Name:

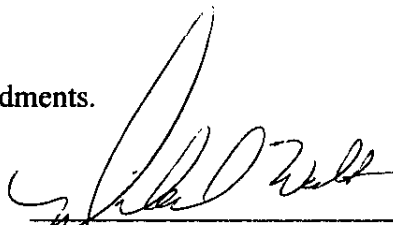


Handwritten signature of Allende A. Franco over a horizontal line. Below the line, the name "Allende A. Franco" is printed.

These Amended and Restated Articles of Incorporation were adopted by majority vote of the Board of Directors on August 12, 2008. There are no members or members entitled to

vote on these Amendments.

Signature:

A handwritten signature in cursive script, appearing to read "Michael Wells", written over a horizontal line.

Printed Name:

Michael Wells

Title:

President