

NO70000006405

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 MAY 10 AM 9:31

Amend/CC
@ 5/17/10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Arts Foundation , Inc.

DOCUMENT NUMBER: N07000006405

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

Please return all correspondence concerning this matter to the following:

Nina Locardi

Name of Contact Person

The Arts Foundation

Firm/ Company

1300 Almay St.

Address

Key Largo, FL 33037

City/ State and Zip Code

ninalocardi@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Gen Gibson

Name of Contact Person

at (305)

923-9720

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$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

Articles of Amendment
to
Articles of Incorporation
of

The Arts Foundation

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

N07000006405

(Document Number of Corporation (if known))

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 MAY 10 AM 9:31

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

25 North Ocean Dr.

Key Largo, FL 33037

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

25 North Ocean Dr.

Key Largo, FL 33037

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)
 Amendment - see additional sheet

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:
(if not applicable, indicate N/A)

ARTICLE V

The names of persons to serve as officers until the annual meeting in 2008 shall be as follows:

Director - Nina Locardi, 1300 Almay St., Key Largo, Florida 33037

Vice Director – Aimee Volland, 1501 Ocean Bay, Key Largo, Florida 33037

Secretary / Treasurer – Genevieve Gibson, 2 Paradise Drive, Key Largo, Florida 33037

ARTICLE VI

The Arts Foundation, Inc. has named Nina Locardi, 1300 Almay St., Key Largo, Florida 33037 in Monroe County, Florida as its registered agent to accept service of process within this state.

ARTICLE VII

The Arts Foundation, Inc. has named Genevieve Gibson, 2 Paradise Drive, Key Largo, Florida 33037 in Monroe County, Florida as its Incorporator.

ACKNOWLEDGEMENT

Having been named to accept service of the process for the above stated corporation, at the place designated in this certificate, I hereby accept and agree to act in this capacity.

NINA LOCARDI
Registered Agent

GENEVIEVE GIBSON
Incorporator

- a. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such 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.
- b. 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.
- c. 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 Court of Common Pleas of the county in which the principal office of this 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 date of each amendment(s) adoption: April 27, 2010

Effective date if applicable: April 27, 2010 (date of adoption is required)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

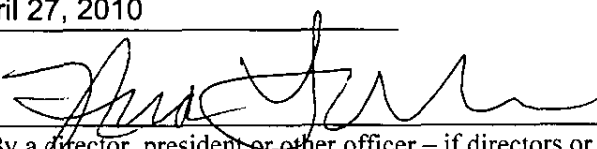
"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated April 27, 2010

Signature 
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Nina Locardi
(Typed or printed name of person signing)

Director
(Title of person signing)