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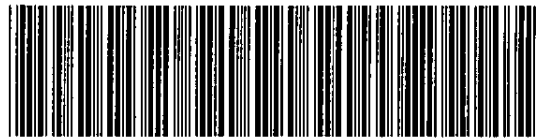
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Amend

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Maculele Miami Brazilian Arts Institute, Inc.

DOCUMENT NUMBER: No 7000009759

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

Please return all correspondence concerning this matter to the following:

Anne-Marie Shaffer
(Name of Contact Person)

Maculele Miami Brazilian Arts Institute Inc.
(Firm/ Company)

10621 Hammocks Blvd #432
(Address)

Miami FL 33196
(City/ State and Zip Code)

For further information concerning this matter, please call:

Anne-Marie Shaffer at (786) 553. 3977
(Name of Contact Person) (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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 NOV 10 AM 11:49

Maculele Miami Brazilian Arts Institute, Inc.

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

NO7000009759

(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:

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

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address **MUST BE A STREET ADDRESS**)

12248 SW 131 Avenue

Miami, FL 33180

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

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>
DIRECTOR	Joshua Broadhead	10621 Hammocks Blvd #432 Miami FL 33196	<input checked="" 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)

Article III: Purpose (Amendment)
 *see attached document

Article IV: Board Members (Amendment)
 *see attached document

Article VII: Directors/officers (Amendment)
 *see above

Article VIII: Limitations (Additional)
 *see attached document

Article IX: Dissolution (Additional)
 *see attached document

Article X: Amendments (Additional)
 *see attached document

Article XI: Bylaws
 *see attached document

The date of each amendment(s) adoption: November 6, 2008

Effective date if applicable: _____
(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(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 11/6/08

Signature Anne Marie Shaffer
(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)

Anne-Marie Shaffer
(Typed or printed name of person signing)

President
(Title of person signing)

Articles of Amendment
to
Articles of Incorporation
ARTICLE I

NAME

The name of the Association shall be Maculelê Miami Brazilian Arts Institute, Inc. (hereinafter, the "MMBAI").

ARTICLE II

PRINCIPLE OFFICE AND MAILING ADDRESS

The principle place of business of MMBAI is Body Motion Institute, 12248 SW 131 Avenue, Miami, FL 33186. The mailing address of MMBAI is 10621 Hammocks Blvd, #432, Miami, FL 33196. Official records will be kept at 10621 Hammocks Blvd, #432, Miami, FL 33196; Copies of records will be kept at 12248 SW 131 Avenue, Miami, FL 33186.

ARTICLE III

PURPOSE

It is the mission of MMBAI to foster a knowledge of, and appreciation for, the rich history, tradition and fundamentals of Brazilian Arts through outreach and education efforts aimed at all socio-economic levels.

MMBAI is dedicated to the principle that anyone can learn, and will never tolerate discrimination on the basis of age, gender, social or economic status, or national origin while promoting this vision.

To this end, MMBAI will offer classes and support to at-risk youth in the greater Miami area and in Brazil. All profits generated from the Institute's efforts will go directly to expanding and improving outreach programs, bringing teachers from Brazil to Miami, and rewarding dedicated students with sponsorship to Brazil.

ARTICLE IV

BOARD MEMBERS

MMBAI shall be managed under the direction of a Board which shall be comprised of a minimum of three (3) Members and not more than fifteen (15). The number of Members shall be set from time to time by the Board. The manner of election, qualification and powers of the Board shall be as set forth in the Bylaws of MMBAI. Board Members' duties include, but are not limited to, fundraising, voting on MMBAI related matters and attending all board meetings. Board Members have no personal or professional stake in or ownership of MMBAI nor will they be involved in the daily operations of the organization.

ARTICLE V

REGISTERED AGENT

The registered agent of Maculele Miami Brazilian Arts Institute, Inc. is Anne-Marie Shaffer, located at 13361 SW 47 Street, Miami, FL 33175.

ARTICLE VI

INCORPORATOR

The incorporator of Maculele Miami Brazilian Arts Institute, Inc. is Joshua Broadhead, located at 10621 Hammocks Blvd. #432, Miami, FL 33196.

ARTICLE VII

DIRECTORS/ OFFICERS

Joshua Broadhead
Director
10621 Hammocks Blvd #432
Miami, FL 33196

Anne-Marie Shaffer
President
13361 SW 47 Street
Miami, FL 33175

Natalie Castillo
Secretary
9047 SW 147 Court
Miami, FL 33196

Christian Remond
Treasurer
14560 SW 97 Street
Miami, FL 33186

ARTICLE VIII

LIMITATIONS

No part of the net earnings of MMBAI shall inure to the benefit of, or be distributable to, its Board Members, members or other private persons, except that MMBAI shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes. Notwithstanding any other provision of these Articles, MMBAI shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) on the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX

DISSOLUTION

Upon the dissolution or winding up of MMBAI, its assets remaining after payment, or provision for payment, of all debts and liabilities of MMBAI, shall be distributed exclusively for the purposes of MMBAI, or to one or more not-for-profit funds, foundations, or corporations which are organized and operated exclusively for charitable purposes and which have established its of their tax exempt status under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE X

AMENDMENTS

Amendments to the Articles of Incorporation of MMBAI may be proposed and adopted by its Board Members.

ARTICLE XI

BYLAWS

The Bylaws of MMBAI shall be made, amended, or rescinded by its Board Members.

IN WITNESS WHEREOF, the undersigned officer of the Association has executed this Amended and Restated Articles of Incorporation this 16 day of November, 2008.

Natalie Castillo

Print: Natalie Castillo

Title: Secretary

Date: 11/16/08