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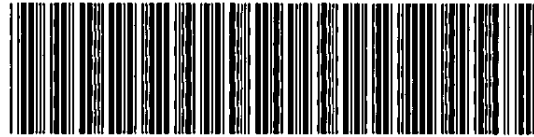
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08 DEC -9 PM 4:37

*Amend & Rest*  
C.COULLIETTE

DEC 10 2008

EXAMINER

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Company Etudes, Inc.

**DOCUMENT NUMBER:** 700111620997

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

Please return all correspondence concerning this matter to the following:

Meredith Snowden

(Name of Contact Person)

Pennington Law Firm

(Firm/ Company)

215 S. Monroe St. 2<sup>nd</sup> Floor

(Address)

Tallahassee FL 32301

(City/ State and Zip Code)

For further information concerning this matter, please call:

Meredith Snowden

(Name of Contact Person)

at ( 850 ) 222-3533

(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

Amended and Restated Articles of Incorporation  
Of  
Company Etudes, Inc.

**FILED**  
08 DEC -9 PM 4:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this corporation shall be Company Etudes, Inc., and its principal place of business shall be 2028 North Pointe Boulevard, Tallahassee, FL 32308.

**ARTICLE II  
GENERAL AND SPECIFIC PURPOSES**

This corporation is organized and operates exclusively for charitable purposes. The specific and primary purpose for which this corporation is formed is to enhance dance education, to foster an awareness of dance as an art in the community. The corporation shall have the power to engage in fundraising activities and accept contributions. Funds collected or earned shall be used for educational purposes and to promote the art of ballet in the community.

**ARTICLE III  
LIMITATIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors or officers, except that the corporation shall be authorized to pay reasonable compensation for goods and services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II.

**ARTICLE IV  
POWERS OF THE CORPORATION**

The powers of this corporation shall be exercised and its affairs conducted under the direction of a Board of Directors, the operations of which shall be defined by statute and by the corporation's bylaws.

**ARTICLE V  
DIRECTORS AND MEMBERS**

The corporation shall have a voting membership. It may have classes of voting members which shall be defined in the corporation's bylaws. The management and affairs of the corporation shall be under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's bylaws. No member or director shall have any right, title or interest in or to any property of the corporation.

**ARTICLE VI  
DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member, 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 members, officers, or directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE VII  
TERM OF EXISTANCE**

This corporation shall have perpetual existence.

**ARTICLE VIII  
DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes with in the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE IX  
OFFICERS**

The officers of the corporation and their tenure shall be prescribed in the bylaws of the corporation. The presently elected officers are as follows:

Mindy Dowling  
President  
2028 North Pointe Boulevard  
Tallahassee, FL 32308

Holli McLanahan  
Vice President  
2028 North Pointe Boulevard  
Tallahassee, FL 32308

Jeannie Sole  
Secretary  
2028 North Pointe Boulevard  
Tallahassee, FL 32308

Allie Walker-Lavette  
Treasurer  
2028 North Pointe Boulevard

Tallahassee, FL 32308

ARTICLE X  
RESIDENT AGENT/INCORPORATOR

The name and address of the incorporator is Meredith Woodrum Snowden, 215 S. Monroe Street, 2<sup>nd</sup> Floor, Tallahassee, FL 32301, who shall serve as resident agent until officially changed.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation were adopted November 8, 2008, *by A majority of members and directors.*

  
Mindy Dowling  
President