

N09000001754

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

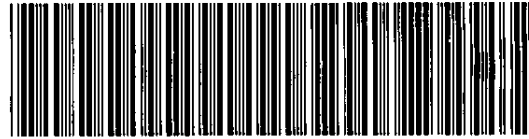
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FILED
2011 JUN 16 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

TBrown

6-17-11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RITMOS PERU, INC

DOCUMENT NUMBER: NO 9000001754

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

Please return all correspondence concerning this matter to the following:

ANGEL CASTILLO
Name of Contact Person

RITMOS PERU, INC
Firm/ Company

2216 IPSDEN DR.
Address

ORLANDO FL 32837
City/ State and Zip Code

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

For further information concerning this matter, please call:

CARLOS VALDELLAMA at (321) 206-8377
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
2011 JUN 16 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RITMOS PERU, INC

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

NO 9000001754

(Document Number of Corporation (if known))

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:

N/A

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**)

N/A

C. Enter new mailing address, if applicable:

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

N/A

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:

N/A

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.

N/A

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>
	N/A		<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)

PLEASE SEE NEW ATTACHED
ARTICLES OF AMENDMENT

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)

N/A

The date of each amendment(s) adoption: 6-1-11
(date of adoption is required)
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(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 6-01-11

Signature



(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)

ANGEL CASTILLO

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

Articles of Amendment

^{to} **ARTICLES OF INCORPORATION OF THE RITMOS PERU, INC**

The undersigned, as incorporators, all of whom are citizens of the United States of America, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Laws of the State of Florida, adopt the following Articles of Incorporation, and do hereby certify:

ARTICLE I

The name of the Corporation shall be "Ritmos Peru, Inc."

ARTICLE II

The Corporation shall be of perpetual duration.

ARTICLE III

The Corporation shall be a non-profit corporation.

ARTICLE IV

The Corporation shall have members whose membership shall be evidenced by corporation certificate representing their membership in the Corporation.

ARTICLE V

The place in this state where the principal office of the Corporation is to be located is the City of Orlando, County of Orange, State of Florida.

ARTICLE VI

6.1 This 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 code.

The Corporation is formed to strengthen, educate, and promote the Latin American Artistic Culture through community performance and partnerships.

6.3 The Corporation reserves its right to exercise the powers provided for non-profit organizations in Florida, and any subsequent amendments thereto, including any and all things whether therein

mentioned or not necessary or incidental to the carrying out of the purposes set forth herein. Such powers shall be construed liberally and shall not be construed as a limitation of the Corporation's ability, it being intended that the Corporation shall have all the rights, powers, privileges that any nonprofit organization would have.

ARTICLE VII

The stock of this Corporation shall consist of voting 10% shares of no par value.

ARTICLE VIII

The stock of this Corporation shall be accessible in such amounts, and at such times, and in such manner, and for such purposes as the Board of Directors shall from time to time determine.

ARTICLE IX

The names and addresses of the incorporators, initial directors, and trustees of the Corporation are as follows:

ARTICLE X

The initial principal office location is:
2216 Ipsden Dr.
Orlando, Florida 32837

ARTICLE XI

The initial registered agent is Valderrama Partners, LLC whose address is 1676 Providence Blvd., Deltona, Florida 32725.

ARTICLE XII

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 the furtherance of the purposes set forth in ARTICLE VI hereof. No substantial part of the activities of the Corporation shall be the carrying 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 corresponding section of any future federal tax code.

ARTICLE XIII

Upon the 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.

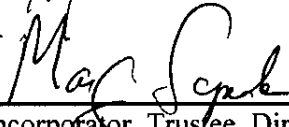
ARTICLE XIV

Regulation of the internal affairs of the Corporation shall be provided in the corporate By-Laws.

IN WITNESS WHEREOF, We have here unto subscribed our names this 2nd day of June, 2011.



Incorporator, Trustee, Director




Incorporator, Trustee, Director



Incorporator, Trustee, Director



Incorporator, Trustee, Director



Incorporator, Trustee, Director

Incorporator, Trustee, Director