N 10000007340

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March 20, 2012

JEFF TOMBERG, ESQ TOMBERG & HALPER, LLC 626 SW 4TH ST BOYNTON BEACH, FL 33435

SUBJECT: THE ROYAL POINCIANA PLAYHOUSE FOUNDATION, INC.

Ref. Number: N10000007340

We have received your document for THE ROYAL POINCIANA PLAYHOUSE FOUNDATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 012A00009793



FLORIDA DEPARTMENT OF STATE Division of Corporations

January 23, 2012

JEFF TOMBERG, ESQ TOMBERG & HALPER, LLC 626 SW 4TH ST BOYNTON BEACH, FL 33435

SUBJECT: THE ROYAL POINCIANA PLAYHOUSE FOUNDATION, INC.

Ref. Number: N10000007340

We have received your document for THE ROYAL POINCIANA PLAYHOUSE FOUNDATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

You need to have the print made larger in the information provided on page 3 of 4. When this is imaged it will not be too small read.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette Regulatory Specialist II

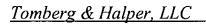
Letter Number: 512A00001578

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COVER LETTER

TO: Amendment Section Division of Corporations

•	
NAME OF CORPORATION: The Royal Poil	nciana Playhouse Foundation, Inc.
DOCUMENT NUMBER: N100000734	40
The enclosed Articles of Amendment and fee are submitted	ed for filing.
Please return all correspondence concerning this matter to	the following:
Jeff Tomberg, Esq.	,
	ame of Contact Person)
Tomberg & Halper, LLC	
	(Firm/ Company)
626 S.E. 4th Street	
	(Address)
Boynton Beach, Florida 33	3435
(Ci	cy/ State and Zip Code)
bobfic@montauk.co	om
E-mail address: (to be used for	future annual report notification)
For further information concerning this matter, please call	:
Jeff Tomberg	at (561
(Name of Contact Person)	(Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount made payab.	le to the Florida Department of State:
\$\frac{\mathbb{A}}{\mathbb{A}}\$\$ \$35\$ Filing Fee \$\bigcup \bigcup \\$43.75\$ Filing Fee \$\bigcup \bigcup \\$Certificate of Status Certified \$\mathbb{C}\$ (a 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





Attorneys at Law

Jeff Tomberg Board Certified Civil Trial Attorney

Dean R. Halper Florida and New York Bar

Steven J. Tornberg (Of Counsel)

626 S.E. 4th Street Boynton Beach, FL 33435

Arnold Yablin Florida and New York Bar (Of Counsel)

February 9, 2012

Florida Department of State **Division of Corporations** ATTN: CHERYL COULLIETTE PO Box 6327 Tallahassee, FL 32314

RE:

The Royal Poinciana Playhouse Foundation, Inc.

Ref. No. N10000007340

Dear Ms. Coulliette:

Please find enclosed a copy of your cover letter to our office regarding the above referenced Corporation. I have enclosed the corrected documents requested and have already paid the filing fee for same.

Should you have any questions or concerns, please contact us.

Very Truly Yours,

Michelle R. Guarneiri

Legal Assistant to Jeff Tomberg

encl

(800)878-7213

Palm Beach (561)737-1345 (561) 498-5833

Broward (954) 428-6733

Fomberg & Halper, LLC



Attorneys at Law

Jeff Tomberg Board Certified Civil Trial Attorney

Dean R. Halper Florida and New York Bar

Steven J. Tornberg (Of Counsel)

626 S.E. 4th Street Boynton Beach, FL 33435

Arnold Yablin Florida and New York Bar (Of Counsel)

January 17, 2012

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE:

The Royal Poinciana Playhouse Foundation

Document No. N10000007340

Dear Sirs:

Please find enclosed the Amendment to the Articles of Incorporation related to the above referenced entity. I have also enclosed a check in the amount of \$35.00 for filing fees for same.

Please do not hesitate to contact our office should you have any questions or concerns.

Very Truly Yours,

Michelle R. Guarneiri

Legal Assistant to Jeff Tomberg

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a Districtive and the control of the



The Royal Poinciana Playhouse Foundation

221 Ocean Terrace Palm Beach, Florida 33480 561-840-0696 (seasonal)

Montauk: 631-238-5445 (seasonal)

efax: 631-614-4319

March 22nd, 2012

Annette Ramsey Amendments Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

Re: The Royal Poinciana Playhouse Foundation, Inc., Articles of Amendment

Dear Ms. Ramsey,

You should be in possession of two copies of Articles of Amendment (and check) that were forwarded to you a few days ago containing an incorrect address on page 3 of 4. Corrected copies are enclosed; please swap out these pages, stamp the Articles in your files sending me a copy, and fax me a copy to 631-614-4319.

Thanks you,

Robert A. Ficalora

President, CEO, Managing Director

Royal Poinciana Playhouse Foundation

12 MAR 27 AM 9: 14

COVER LETTER

TO: Amendment Section Division of Corporations		
NAME OF CORPORATION: The Royal	Poinciana Playh	ouse Foundation, Inc.
DOCUMENT NUMBER: N100000	7340	
The enclosed Articles of Amendment and fee are s	ubmitted for filing.	
Please return all correspondence concerning this ma	atter to the following:	
Robert A. Ficalora		
	(Name of Contact Persor	1)
Royal Poinciana Playho	ouse Founda	tion, Inc.
	(Firm/ Company)	
221 Ocean Terrace		
	(Address)	
Palm Beach, FL 33480		
	(City/ State and Zip Code	e)
bobfic@montaul	k.com	
	sed for future annual report	notification)
For further information concerning this matter, plea	se call:	
Bob Ficalora	_{at} 360	ຸ485-2691
(Name of Contact Person)	(Area Co	ode & Daytime Telephone Number)
Enclosed is a check for the following amount made	payable to the Florida Depa	ertment of State:
□ \$35 Filing Fee □\$43.75 Filing Fee of Certificate of Statu	& \$\sumsymbol{\subset}\$\$ \$\\$\subset\$\$ \$\\$\\$\$ Certified Copy (Additional copy is enclosed)	□\$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed)
Mailing Address		Address
Amendment Section Division of Corporations		ment Section of Corporations
P.O. Box 6327		Building
Tallahassee, FL 32314		xecutive Center Circle

Tallahassee, FL 32301

Articles of Amendment Articles of Incorporation of

2012 MAR 27 PM 4: 32

Royal Poinciana Playhoı	use Foundation, Inc.	ACC.
(Name of Corporation as currentl	y filed with the Florida Dept. of State)
N10000007340		
(Documen	t Number of Corporation (if known)	
ursuant to the provisions of section 617.1 mendment(s) to its Articles of Incorporat		For Profit Corporation adopts the following
. If amending name, enter the new na	me of the corporation:	
		The new
ame must be distinguishable and contain Company" or "Co." may not be used in		ted" or the abbreviation "Corp." or "Inc."
3. <u>Enter new principal office address, i</u> Principal office address <u>MUST BE A ST</u>		
Enter new mailing address, if applie		
(Mailing address <u>MAY BE A POST (</u>	PERICE BON	
. If amending the registered agent and new registered agent and/or the new		a, enter the name of the
Name of New Registered Agent:	CAPITOL CORPORATE SER	VICES. INC
	155 Office Plaza Dr. Su	 uite A
	(Florida street address)	
lew Registered Office Address:	Tallahaasaa	20204
	Tallahassee	, Florida 32301 (Zip Code)
	(City)	(Zip Code)
lew Registered Agent's Signature, if ch hereby accept the appointment as registe	anging Registered Agent:	ant the obligations of the position
neredy accept the appointment as registe	ayle Windle	pt the ootigutions of the position.
	nature of New Registered Agent, if change	
Chayle Win	Page 1 of 4	(mg

To:

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)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example: X.Change	<u>PT</u>	John Doe	
X Remove	<u>y</u>	Mike Jones	
X Add	<u>sv</u>	Sally Smith	
Type of Action (Check One)	<u>Title</u>	<u>Name</u>	Address
1) Change Add Remove	President	Robert A. Ficalora	221 Ocean Terrace Palm Beach, FL 33480
2) Change Add Remove			
3) Change Add Remove	. ——		
4) Change Add Remove		· 	
5) Change Add Remove			
6) Change Add Remove			

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Article III - Purpose needs to say: This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. More specifically it will either in law or in equity, take title to, maintain, and operate the Royal Poinciana Playhouse located on Royal Poinciana Way in the Town of Palm Beach, Palm Beach County, as a theater for the performing and/or visual arts and for lectures, special events or other educational or charitable purposes. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions 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 of 1986 (or corresponding provision of any future United States Internal Revenue Law).

Upon dissolution of the corporation, assets shall be distributed to the Town of Palm Beach, a tax exempt municipal corporation for public purposes.



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)
N1/A

N/A				
			•	
	,			
	 	,		, .

Adoption of Amendment(s) 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 March 19, 2012 Robert Ficalora (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) Robert A. Ficalora (Typed or printed name of person signing) Founder, President (Title of person signing)	The date of	f each amendment(s) adoption: 3/19/2012
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 March 19, 2012 Robert Ficalora Optain agreets) Reser Ficace Poptain agreets) Reser Ficace Optain agreets) Reser Ficace Optain agreets) Reser Ficace Poptain agreets) Reser Ficace Optain agreets Agreet Agre	Effective d	
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 March 19, 2012	Adoption o	f Amendment(s) (<u>CHECK ONE</u>)
Dated Signature Dotte Property Robert Ficalora Dotte Property Robert Robert Robert Property Robert Property Robert Robert Property Robert Robert Robert Property Robert R		
Signature Robert Ficalora Signature Robert Ficalora Signature Optinit agency of Robert Reason Professional Robert Reason Professional Robert Reason Professional Robert Reason Robert Ficalora (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) Robert A. Ficalora (Typed or printed name of person signing) Founder, President		
(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) Robert A. Ficalora (Typed or printed name of person signing) Founder, President		Dated South a sand he Solve Fredom
have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary) Robert A. Ficalora (Typed or printed name of person signing) Founder, President		Signature Robert Ficalora Di composito de Control Parisone familiation, inc. comparisone entre de Control Parisone familiation, inc. comparisone entre de Control Parisone ent
(Typed or printed name of person signing) Founder, President		have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
Founder, President		
(By director, president or other officer – if directors or officers have not been		Don n'