

N110000000314

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FILED  
2011 JUL 19 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

*TBrown 7-19-11*

**Japan Arts, Inc.**  
**11201 NW 1<sup>st</sup> St.**  
**Coral Springs, FL 33071**

June 12, 2011

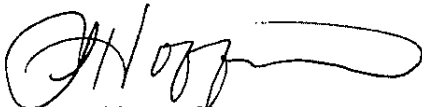
Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Fl. 32314

Dear Sir/Madame,

Enclosed please find the Amendment to the Articles of Incorporation for Japan Arts, Inc. and the corresponding fee of \$35.00. If you have any questions concerning this application, please feel free to contact me at 954-304-1243. I will be more than happy to entertain your queries. In addition, please forward the certified copies to my attention at the above address.

Thank you very much for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "JHoffman", with a long horizontal flourish extending to the right.

Jennifer Hoffman  
Treasurer

N11000000314

**ARTICLES OF AMENDMENT  
to  
ARTICLES OF INCORPORATION  
of  
JAPAN ARTS INC.**

**FILED**  
2011 JUL 19 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

**The principal place of business address:**

140 SE 11<sup>th</sup> St  
Pompano Beach, FL 33060

**The mailing address of the corporation is:**

11201 NW 1<sup>st</sup> St.  
Coral Springs, FL 33071

**ARTICLE II**

The period of the duration of this corporation is Perpetual Filing with the Secretary of State\_ unless dissolved according to law and shall engage in any activity or business permitted a non-profit entity under the laws of the United States, of the State of Florida and within the restrictions of Internal Revenue Code 501(c)(3).

**ARTICLE III**

The purpose (purposes) for which the corporation is organized is (are): This is a non-stock, non-profit corporation. This corporation will engage in, but shall not be limited to the following activities: Preservation and performance of Japanese Taiko Drumming and the culture that surrounds it. Enrichment activities and educational workshops for children and adults on drumming, teamwork and multiculturalism. Promotion of community awareness of the Japanese culture. Community outreach and support of local businesses through fundraising activities.

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Said corporation is organized exclusively for charitable, religious, and educational 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 of 1954 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these articles, the organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

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 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).

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, directors, officers or any private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on 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.

#### **ARTICLE IX**

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purpose.

#### **ARTICLE X**

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

#### **ARTICLE XI**

Directors of the corporation shall not be liable to either the corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its members; (2) acts or omissions not in good faith or which involves intentional misconduct or a knowing violation of law; (3) a transaction from which the director derived an improper personal benefit.

Second:

The date of adoption of the amendment(s) was: June 15, 2011

Third:

There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Dated: June 15, 2011

JAPAN ARTS INC .

By: Ben Miller Sign and date: 6/17/11  
Ben A. Miller, Incorporator

County of Broward  
State of Florida

On this 17 day of JUNE in the year 2011, before me, the undersigned  
notary public, personally appeared Ben A. Miller, who presented  
STATE DL to confirm to be the person(s) whose name(s) is/are subscribed to  
the within instrument and acknowledged that he/she/they executed the same for the purposes  
therein contained. In witness whereof, I hereunto set my hand and official seal.

Euloge P. KouDou  
Notary Public

