

N110000000765

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

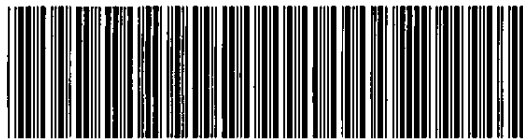
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2011 NOV -9 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. Brown

11-14-11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Earth Sound Solutions Corp

DOCUMENT NUMBER: N11000000765

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

Please return all correspondence concerning this matter to the following:

Douglas A Butterfield

(Name of Contact Person)

Earth Sound Solutions Corp

(Firm/ Company)

631 US Highway One, Ste 412

(Address)

North Palm Beach, FL 33408

(City/ State and Zip Code)

butterfieldda1@gmail.com

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

For further information concerning this matter, please call:

Douglas A Butterfield

(Name of Contact Person)

at (321) 501-0655

(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

Earth Sound Solutions Corp

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

N11000000765

(Document Number of Corporation (if known))

FILED
2011 NOV -9 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

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, please list all officers/directors of the corporation as you now want the record to be. Please indicate the title(s), name and address for each officer/director.

(Our database can index up to 6 officers/directors. If you have more than 6 officers/directors, please list them on an additional sheet.)

<u>Title(s)</u>	<u>Name</u>	<u>Address</u>
1)_____	_____	_____ _____ _____
2)_____	_____	_____ _____ _____
3)_____	_____	_____ _____ _____
4)_____	_____	_____ _____ _____
5)_____	_____	_____ _____ _____
6)_____	_____	_____ _____ _____

If REMOVING an officer and/or director, please list the title(s) and name of the officer/director to be removed:

<u>Title(s)</u>	<u>Name</u>	<u>Title(s)</u>	<u>Name</u>
1)_____	_____	4)_____	_____
2)_____	_____	5)_____	_____
3)_____	_____	6)_____	_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See Attached Articles of Amendment

The date of each amendment(s) adoption: November 1, 2011
(date of adoption- required)

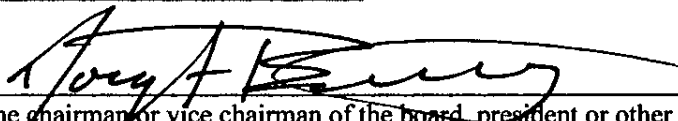
Effective date if applicable: November 1, 2011
(no more than 90 days after amendment file date)

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 11-4-2011

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)

Douglas A. Buttenfield
(Typed or printed name of person signing)

President
(Title of person signing)

Earth Sound Solutions Corp

Articles of Amendment
to

EIN: 27-4623194

Articles of Incorporation

In Compliance with Chapter 617, F.S., (Not for Profit)

Article I Name

The name of the corporation shall be Earth Sound Solutions Corp

Article II Principal Office

SECTION 1: The principal street address is 631 US Highway One, Suite 412, North Palm Beach, FL 33408. This is the address which the general business of the organization will be transacted and where the records of the corporation will be kept. This location is in the city of North Palm Beach, County of Palm Beach, State of Florida. The corporation may eventually have other offices, either within or without the State of Florida as the Board of Directors may determine or as the affairs of the organization require supporting the mission of our organization.

SECTION 2: Earth Sound Solutions ^{Corp} shall have and continuously maintain the in the State of Florida a registered office and a registered agent whose office is identical with such registered office, as required by the Florida Not for Profit Corporation Act of 1993. The registered office at this time is identical to the principal office of the corporation in the State of Florida, and the Board of Directors may change the address of the registered office within the legal compliance.

SECTION 3: Unless otherwise amended by the Board of Directors, both the principal office and the registered office will be at 631 US Highway One, Ste 412; North Palm Beach, FL 33408. The name of the registered agent will be filed each year with the State of Florida in the required annual report.

Article III Purpose

The corporation is organized exclusively for charitable 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 tax code.

Earth Sound Solutions Mission is to promote sustainable lifestyles through education, research and missions throughout the world. Research projects will be vetted and assure they are in compliance with the terms and conditions of the non-profit status.

Article IV Manner of Election

The manner in which the directors are elected or appointed is provided in the bylaws of the corporation.

Article V Initial Directors and/or Officers

Douglas Butterfield, President, 631 US Highway One, Suite 412, North Palm Beach, FL 33408

Michael Johnson, Vice President, 631 US Highway One, Suite 412, North Palm Beach, FL 33408

Kevin Wright, Secretary and Treasurer, 631 US Highway One, Suite 412, North Palm Beach, FL 33408

Article VI Limitations

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 furtherance of the purposes set forth in Article III hereof.

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.

Notwithstanding any other provision of these articles, this 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 the corresponding section of any future federal tax code.

Article VII Dedication of Assets

Upon the dissolution, termination, or winding up 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

Earth Sound Solutions Corp

EIN: 27-4623194

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.

In the event of a dissolution or termination of the organization, to expedite the closure of the corporation, and with a majority vote of the directors, all assets may be dedicated to another 501(c)(3) organization with a similar purpose.

Article VIII Initial Registered Agent and Street Address

The company will serve as its own Registered Agent. The mailing address of the company is 631 US Highway One, Suite 412, North Palm Beach, FL 33408.

Article IX Incorporator

The name and address of the Incorporator is Douglas Butterfield, 631 US Highway One, Suite 412, North Palm Beach, FL 33408.