

N11D000009677

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900285282729

05/02/16--01021--014 **52.50

FILED
2016 MAY -2 AM 9:43
SEC. OF STATE
TALLAHASSEE, FLORIDA

Amend / cc
cus

MAY - 4 2016

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: NMS Band Parent Association

DOCUMENT NUMBER: N11000009677

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

Please return all correspondence concerning this matter to the following:

Richard Grosso

(Name of Contact Person)

(Firm/ Company)

424 Farmington Drive

(Address)

Plantation, FL 33317

(City/ State and Zip Code)

grosso.richard@yahoo.com

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

For further information concerning this matter, please call:

Richard Grosso

954

801-5662

at

(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

NMS Band Parent Association, Inc.

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

N11000009677

(Document Number of Corporation (if known))

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**)

3602 College Ave.

Davie, FL 33314

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:

Janeth Portilla

8000 Fairview Dr. #310

(Florida street address)

New Registered Office Address:

Tamarac


(City)

Florida 33321

(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

FILED
2016 MAY -2 PM 9:13
SECRETARY OF STATE
FLORIDA

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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	<u>PD</u>	<u>Cheryl Harrison</u>	<u>3602 College Ave.</u>
<input type="checkbox"/> Add			<u>Davie, FL 33314</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>D</u>	<u>Aaron Baker</u>	<u>3950 NW 5th St.</u>
<input checked="" type="checkbox"/> Add			<u>Coconut Creek, FL 33066</u>
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u>VPD</u>	<u>Maria Martinez</u>	<u>PO Box 292818</u>
<input type="checkbox"/> Add			<u>Davie FL 33329</u>
<input checked="" type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	<u>D</u>	<u>Melanie Terrell</u>	<u>PO Box 292818</u>
<input type="checkbox"/> Add			<u>Davie FL 33329</u>
<input checked="" type="checkbox"/> Remove			
5) <input type="checkbox"/> Change	<u>VPD</u>	<u>Richard Grosso</u>	<u>424 Farmington Dr</u>
<input checked="" type="checkbox"/> Add			<u>Plantation, FL. 33317</u>
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change	<u>PD</u>	<u>Lourdes Guzman</u>	<u>80 El Dorado Pkwy</u>
<input checked="" type="checkbox"/> Add			<u>Plantation, FL 33317</u>
<input type="checkbox"/> Remove			

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

See attachment A for additional replacement Articles of Incorporation.

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There is no text or other markings on the paper.

ATTACHMENT TO SECTION E - ARTICLES OF AMENDMENT

The Articles of Incorporation for the NMS Band Parent Association, Inc. (N 11000009677), files 10/13/11 are replaced in their entirety by the following:

NMS Band Parent Association, Inc.

The undersigned person, over the age of (1) eighteen, acting as incorporators, adopt the following Articles of Incorporation of the NMS Band Parent Association, Inc., a Non-Profit Corporation under the Non-Profit Corporation Law of Florida:

ARTICLE ONE, NAME

The name of the corporation is NMS Band Parent Association, Inc.

ARTICLE TWO, NON-PROFIT CORPORATION

The corporation is a non-profit corporation. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c) (3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE THREE, DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR, PURPOSES

The Corporation is organized for exclusively charitable and educational purposes 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, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c) (3) of the Internal Revenue Code of 1986. Specifically, among other related purposes, the organization will provide support to students engaged in the band program at Nova Middle School in Davie, Florida.

ARTICLE FIVE, POWERS

Except as these Articles otherwise provide, the Corporation has all of the powers provided to a corporation not for profit under the laws of the state of Florida. Moreover, the Corporation has all implied powers necessary and proper to carry out its express powers.

ARTICLE SIX, RESTRICTIONS AND REQUIREMENTS

The Corporation may not pay dividends or other corporate income to its directors or officers, or otherwise accrue distributable profits, or permit the realization of private gain. The Corporation may not take any action that would be inconsistent with the requirements for a tax exemption organization under Internal Revenue Code Section 501(c) (3), and related regulations, rulings, and procedures. Nor may it take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c) (2) and any related regulations, rulings, and procedures.

Regardless of any other provision in these Articles of Incorporation, or state law, the Corporation may not:

1. Engage in activities or use its assets in manners that do not further one or more exempt purposes as set forth in these Articles and defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree.
2. Serve a private interest other than one clearly incidental to an overriding public interest.
3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures.
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include publishing or distributing statements and any other direct or indirect campaign activities.
5. Have objectives characterizing it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.
6. Distribute its assets on dissolution other than for one or more exempt purposes. On dissolution, the Corporation's assets will be distributed to the state government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501(c)(3) to be used to accomplish the general purposes for which the Corporation was organized.
7. Permit any part of the Corporation's net earnings to inure to the benefit of any private shareholder or member of the Corporation or any private individual.
8. Carry on an unrelated trade or business, except as a secondary purpose related to the Corporation's primary, exempt purposes.

ARTICLE SEVEN, MEMBERSHIP

The Corporation will not be a membership organization. The Corporation may, nevertheless, use the term "Members" or "Membership" to designate those persons having such privileges and status as the Board of Directors may determine to be appropriate to achieving the purposes of the organization. Such "Members" and "Membership" shall have no legal or equitable rights in the Corporation. The Corporation will have one or more classes of members as provided in the Bylaws.

ARTICLE EIGHT, REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office is 3602 College Ave Davie, FL 33314. The name of the initial registered agent for the Corporation was Lowell M. Goode.

ARTICLE NINE, MANAGING BODY OF CORPORATION

The management of the Corporation is vested in its Board of Directors and such committees that the Board may from time to time, establish. The bylaws provide the qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors. The initial Board of Directors will consist of no fewer than three (3) persons. The initial incorporators and members of the Board of Directors are:

Maria Martinez, Vice President
PO Box 292818
Davie FL 33329

Jessica Gronberg, Secretary
PO Box 292818
Davie FL 3339

Melanie Terrell
PO Box 292818
Davie FL 33329

The Board of Directors will be elected annually as provided by the Bylaws. The number of directors may be increased or decreased by amending the Bylaws. The number of directors may not be decreased to fewer than three, or expanded to greater than 7 members.

ARTICLE TEN, LIMITATION ON LIABILITY OF DIRECTORS

A Director is not liable to the Corporation or members for monetary damages for an act or omission in the Director's capacity as Director except as otherwise provided by Florida statute.

ARTICLE ELEVEN, INDEMNIFICATION

The Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a Director or other person related to the Corporation as provided by the provisions of the state of Florida governing indemnification. As the Bylaws provide, the Board of Directors may define the requirements and limitations for the Corporation to indemnify directors, officers or others related to the Corporation.

ARTICLE TWELVE, CONSTRUCTION

All references in these Articles to statutes, regulations, or other sources of legal authority refer to the authority cited or their successors, as they may be amended from time to time.

ARTICLE THIRTEEN, INCORPORATORS

The name and address of the original incorporator is Lowell M. Goode, 6330 SW 41 Ct., Davie, FL. 33314

ARTICLE FOURTEEN, ACTION BY WRITTEN CONSENT


Action may be taken by use of signed written consents by the number of members, directors, or committee members whose vote would be necessary to take action at a meeting at which all such persons entitled to vote were present and voted. Each written consent must bear the date of signature of each person signing it. A consent signed by fewer than all of the member, directors, or committee members is not effective to take the intended action unless consents, signed by the required number of persons, are delivered to the Corporation within sixty (60) days after the date of the earliest dated consent delivered to the Corporation. Delivery must be made by hand, or by certified or registered mail, return receipt requested. The delivery may be made to the Corporation's registered office, registered agent, principal place of business, transfer agent, registrar, exchange agent, or an officer or agent having custody of books in which the relevant proceedings are recorded. If delivery is made to the Corporation's principal place of business, the consent must be addressed to the president or principal executive officer.

The Corporation will give prompt notice of the action taken to persons who do not sign consents. If the action requires documents to be filed with the Secretary of State, the filed documents will state that the written consent procedures have been properly followed. A telegram, telex, cablegram, or similar transmission by a member, or director, or committee member, or photographic, facsimile, or similar reproduction of the signed writing is to be regarded as being signed by the member, director, or committee member.

ARTICLE FIFTEEN, EFFECTIVE DATE:

The Effective date is the date of filing.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Janeth Portilla

NMS Band Parent Association, Inc., Registered Agent

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Richard Grosso,
NMS Band Parent Association, Director

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

April 20, 2016

Effective date if applicable:

(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

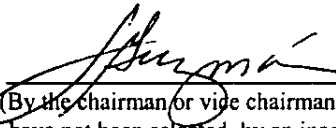
Adoption of Amendment(s)

(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 April 20, 2016 _____

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)

Lourdez Guzman

(Typed or printed name of person signing)

President

(Title of person signing)