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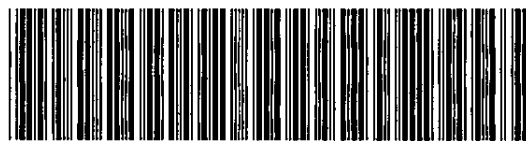
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OFFICE OF CORPORATIONS
14 APR -7 PM 2:49

Amend/cc
@ 4.14.14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: A Birthday Party Wish, Inc.

DOCUMENT NUMBER: N12000002523

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

Please return all correspondence concerning this matter to the following:

Erika Wright

(Name of Contact Person)

A Birthday Party Wish, Inc.

(Firm/ Company)

9452 Thurloe Place

(Address)

Orlando, Florida 32827

(City/ State and Zip Code)

erika@wrightmusicgroup.com

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

For further information concerning this matter, please call:

Amna Ismail

_____ at (702) 858-2768

(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:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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

A Birthday Party Wish, Inc

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

N12000002523

(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:

N/A

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)

4717 POSADA DRIVE

ORLANDO, FL 32829

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)

N/A

(City) Florida (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

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

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	VP	JOHN R WRIGHT	424 E. CENTRAL BLVD #189
<input type="checkbox"/> Add			ORLANDO, FL 32801
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	VP	AMNA ISMAIL	9452 THURLOE PLACE
<input checked="" type="checkbox"/> Add			ORLANDO FLORIDA 32827
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<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)

see attached AMENDED ARTICLES OF INCORPORATION

AMENDED ARTICLES OF INCORPORATION

Article I

NAME

1.01 Name

The name of this corporation shall be **A Birthday Party Wish, Inc.** The business of the corporation may be conducted as **A Birthday Party Wish** or **Birthday Party Wish**

Article II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

Article III

PURPOSE

3.01 Purpose

3.01 (a) A Birthday Party Wish, Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. **A Birthday Party Wish, Inc.'s purpose is to provide birthday wishes, parties, and celebrations, including but not limited to gifts, travel related expenses, decorations, party food, and rental fees, and to host fundraising events for the purpose of raising money to fund the charity and the charitable cause.**

3.01 (b) Our programs include holding birthday parties, speaking events, fundraising events, and any other events in order to provide assistance to those people who are in need of birthday parties regardless of their race, ethnicity, or religion.

3.01 (c) To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations, which fall under

the 501(c) (3) section of the internal revenue code and are operated exclusively for educational and charitable purposes.

3.01 (d) At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities, which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

3.02 Public Benefit

A Birthday Party Wish, Inc. is designated as a public benefit corporation.

Article IV

NON-PROFIT NATURE

4.01 Non-profit Nature

4.01 (a) A Birthday Party Wish, Inc. is organized exclusively for charitable 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, or corresponding section of any future federal tax code.

4.01 (b) Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

4.01 (c) A Birthday Party Wish, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. The corporation shall be authorized and empowered to pay reasonable compensation for services rendered by anyone in furtherance

of the states purposes herein and for operating expenses, and to make payments and distributions in furtherance of the operation of the corporation and the purposes set forth in the purpose clause hereof.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of **A Birthday Party Wish, Inc.** of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

4.03 (a) Upon termination or dissolution of the **A Birthday Party Wish, Inc.**, assets shall be distributed for one or more exempt purposes within the meaning Section 501(c)(3) of the Internal Revenue Code or described in any corresponding provision of any future federal tax code, or shall be distributed to federal government, or to a state or local government, for a public purpose. Any such assets disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principle office of the organization is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

4.03 (b) The organization to receive the assets of the **A Birthday Party Wish, Inc.** hereunder shall be selected by the discretion of a majority of the managing body of the **A Birthday Party Wish, Inc.** and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the **A Birthday Party Wish, Inc.** by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

4.03 (c) In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 V

BOARD OF DIRECTORS

5.01 Governance

A Birthday Party Wish, Inc. shall be governed by its board of directors.

5.02 Directors

It is agreed that John R. Wright is hereby removed as a director from the initial board of directors. The directors of the corporation shall be Erika Wright, Dawn Honore Baehr, and Amna Ismail. Amna Ismail was appointed by the president and approved by a majority vote of the

directors on April 2, 2014. John R. Wright was removed by a majority vote of the directors on April 2, 2014

5.03 Appointment and Election of Directors/Officers

Directors and officers may be appointed by the president and elected by majority vote of the directors.

5.04. Children's Volunteer Board

The president may appoint a board consisting of children volunteers to help plan birthday party events and to oversee activities for fundraising efforts of A Birthday Party Wish, Inc.

Article VI

MEMBERSHIP

6.01 Membership

A Birthday Party Wish, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

Article VII

AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

Article VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is 4717 Posada Drive. Orlando, FL 32827 The mailing address of the corporation is: 424 E. Central Blvd. # 189 Orlando FL 32808

Article IX

Appointment of registered agent

9.01 Registered Agent

The registered agent of the corporation shall be: Erika Wright, 9452
Thurloe Place, Orlando, Fl 32827

Acknowledgment of consent to appointment as registered agent

I, **Erika Wright** agree to be the registered agent for **A Birthday Party
Wish, Inc.** as appointed herein.

Registered Agent *Erika Wright*

Date: 4/3/14

Article X

INCORPORATOR

The incorporator of the corporation is as follows:

Erika Wright
9452 Thurloe Place
Orlando, Fl 32827

(SIGNATURE PAGE TO FOLLOW)

Certificate Of Adoption Of Articles Of Incorporation

We, the undersigned, do hereby certify that the above stated Amended Articles of Incorporation of **A Birthday Party Wish, Inc.** were approved by the board of directors on **April 3, 2014** and constitute a complete copy of Articles of Incorporation of the **A Birthday Party Wish, Inc.**

Erika Wright

Erika Wright, 9452 Thurloe Place, Orlando, FL 32827

Dawn Honore Baehr

Dawn Honore Baehr, 2111 Lafreniere St. New Orleans, La 70122

Amna Ismail

Amna Ismail, 9452 Thurloe Place, Orlando, FL 32827

The date of each amendment(s) adoption: APRIL 2, 2014, if other than the date this document was signed.

Effective date if applicable: APRIL 2, 2014
(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 APRIL 2, 2014

Signature Erika Wright

(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)

ERIKA WRIGHT

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)