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2013 AUG 14 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 20 2013

T. LEMIEUX

[Handwritten signature]

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Piccolo Picasso, Inc.

DOCUMENT NUMBER: N13000006350

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

Please return all correspondence concerning this matter to the following:

Luciano Musella

(Name of Contact Person)

Piccolo Picasso, Inc.

(Firm/ Company)

2710 NE 58th st

(Address)

Fort Lauderdale, FL 33308

(City/ State and Zip Code)

mucholucio@gmail.com

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

For further information concerning this matter, please call:

Luciano Musella

(Name of Contact Person)

at (954) 3303919

(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)

RECEIVED

13 JUL 22 AM 11:19

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 24, 2013

LUCIANO MUSELLA
2710 NE 58 ST
FT LAUDERDALE, FL 33308

SUBJECT: PICCOLO PICASSO, INC.
Ref. Number: N13000006350

We have received your document for PICCOLO PICASSO, INC.. However, the document has not been filed and is being returned for the following:

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

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.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 713A00017974

RECEIVED
13 AUG 14 AM 11:19
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

Piccolo Picasso, Inc.

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

N13000006350

(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:

N/A

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

N/A

(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: N/A

(Florida street address)

New Registered Office Address

(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.

Signature of New Registered Agent, if changing

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2013 AUG 14 PM 1:11

FILED

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	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<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)

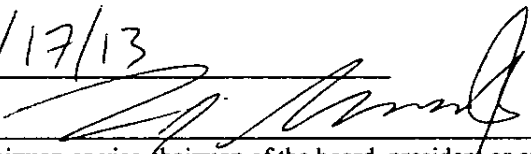
Please see attached pages (1-3) detailing Articles I - IX.

The date of each amendment(s) adoption: 7/17/13, if other than the date this document was signed.

Effective date if applicable: _____
(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 7/17/13
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)

Luciano Musella
(Typed or printed name of person signing)

President
(Title of person signing)

ARTICLES OF INCORPORATION OF PICCOLO PICASSO, INC.

ARTICLE I. NAME AND LOCATION

The name of the corporation shall be, PICCOLO PICASSO, INC. The address of the principal office is: 2710 NE 58th ST Fort Lauderdale, Florida. 33308. The Board of Directors may from time to time re-designate the principal office, and may establish other offices within the State of Florida as the activities of the Organization indicate are advisable.

ARTICLE II. PURPOSE

The organization is organized for the educational purpose within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended.

Piccolo Picasso, Inc. is an organization dedicated to providing educational enrichment and training in project based learning through the arts and community to early childhood education professionals. The organization currently provides workshops and training on the impact and implementation of the arts and working in and with the community in early childhood curriculum for teachers, directors, policy makers and other professionals working in early childhood education. The organization offers strategies to teach in and through the arts, so as to culturally enrich the curriculum and programs of early childhood education. Through the project based learning method; math, science, language arts, geography, history and culture are explored allowing teachers and children to discover different cultures and communities.

Within these purposes, the organization may solicit and accept property by grant, contract, gift, devise and bequest, invest and reinvest the same, and apply the principal and income thereof, as the Board of Directors may from time to time determine, either directly or indirectly or through contributions to any organization or organizations organized exclusively for educational purposes, and engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE III. TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE IV. BOARD OF DIRECTORS AND MANAGEMENT

The affairs of Piccolo Picasso, Inc. shall be managed by a Board of Directors consisting of no less than three (3) members. The manner of election or designation of directors shall be provided for in the By-Laws. The officers shall be elected by the Board from among its number. These

shall consist of a President, a Secretary, a Treasurer and such additional offices as may be provided for in the By-Laws.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of Piccolo Picasso, Inc. is THREE (3) and the names and addresses of the persons who are to serve as initial directors until their successors are chosen are:

Luciano A. Musella, 2710 NE 58th St, Fort Lauderdale, FL. 33308

Henry G. Cram, Ed.D, 1 Academy Circle, 101 Biddle, Philadelphia, PA 19146

Edward R Zitka, CPA, 133 Harrison Ave., Hasbrouck Heights, NJ 07604

ARTICLE VI. AMENDMENTS

An Amendment to the Articles of Incorporation may be made when proposed by no less than TWO (2) board members.

ARTICLE VII. OTHER PROVISIONS

In Furtherance, but not in limitation of the powers conferred by statute, the following provision are made for the regulation of the business and conduct of the affairs of the Piccolo Picasso, Inc.:

1. The Piccolo Picasso, Inc. shall neither have nor exercise any power, nor shall it engage directly or indirectly, in any activity that would invalidate its status as a corporation which is exempt from Federal income taxation as an organization described in Section 501 (c)(3) of the Internal Revenue Code.

2. No part of the net earnings of the Piccolo Picasso, Inc. shall inure to the benefit of any Board Member, whether during the Piccolo Picasso, Inc. period of duration or upon its dissolution, and no officer, Board of Director or non-voting member of the Piccolo Picasso, Inc., shall, as such, at any time have or receive or be entitled to have or receive, any proprietary interest in or part of the Piccolo Picasso, Inc. property or assets or any pecuniary profit or particular benefit from the organization; provided, however, that compensation may be paid for any services rendered to, and reimbursement may be made for any expenses incurred on behalf of the organization by any officer, Board of Director, non-voting member, agent, or employee, or any other person or corporation, pursuant to and upon authorization of the Board of Directors.

3. Piccolo Picasso, Inc. shall not operate for the primary purpose of carrying on a trade or a business for profit or engage in any prohibited transactions as described in Section 503 of the Internal Revenue Code.

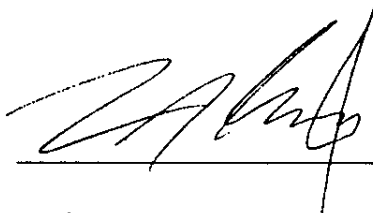
ARTICLE VIII. DISPOSITION OF ASSETS UPON DISSOLUTION

In the event of dissolution of Piccolo Picasso, Inc., all of its assets and property of every nature and description whatsoever remaining after the payment of liabilities and obligations of the organization, but not including assets held by the organization under condition requiring return, transfer or conveyance which occurs by reason of the dissolution of Piccolo Picasso, Inc., shall be paid over and transferred to another entity or entities selected by the organizations' Board of Directors exempt from tax as a charitable, scientific or educational organization under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law) having substantially similar purposes, and no portion of said assets and property shall inure to the benefit of any Board Member of Piccolo Picasso, Inc. or any enterprise organized for profit.

ARTICLE IX. INITIAL REGISTERED OFFICE AGENT

The location of the registered office of Piccolo Picasso, Inc. is: 2710 NE 58th ST Fort Lauderdale, Florida. 33308. The name of the registered agent at such location is Pat Musella. The Board of Directors shall continuously maintain such an office and agent in the State of Florida, and shall provide notice of any change in either office or agent in accordance with applicable law.

The date of adoption of the Articles of Incorporation is July 17, 2013.

A handwritten signature in black ink, appearing to read 'Luciano Musella', is written over a horizontal line.

Luciano Musella, President