

N 16000002514

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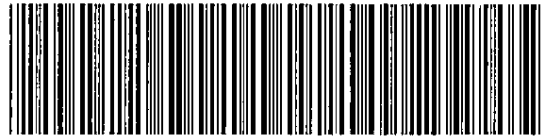


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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 23, 2017

MICHAEL K. BUTLER  
GRIOTS' GALLERY AND ACADEMY, INC.  
8260 NE 2ND AVENUE  
MIAMI, FL 33138

SUBJECT: GRIOTS' GALLERY AND ACADEMY, INC.  
Ref. Number: N16000002514

We have received your document and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE SEPERATE ALL WORDS AS NOTED ON THE PRINTOUT, AND  
THROUGHOUT THE DOCUMENT AS WELL.

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.

Susan Tallent  
Regulatory Specialist II

Letter Number: 517A00021337

November 3, 2017

Florida Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: LETTER NUMBER 517A00021337**

To Whom It May Concern:

Griot's Gallery and Academy, Inc. sent a check for the amount of \$52.50 on October 13, 2017 for the Amendments of it Articles of Incorporation. There were corrections needed (which have been made). Another check is not included because payment has already been made for said amendments.

Best regards,

**Daphnee Gonzales, Esq.**  
**Law Offices of Kerteh Conze, P.A.**  
3600 Red Road, Suite 402  
Miramar, Florida 33025  
Telephone: 954.342.9044  
Facsimile: 954.342.9208  
E-mail: [Gonzales@conzelaw.com](mailto:Gonzales@conzelaw.com)

Rec  
11/9/17

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

Griot's Gallery and Academy, Inc.

**NAME OF CORPORATION:** \_\_\_\_\_

N16000002514

**DOCUMENT NUMBER:** \_\_\_\_\_

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

Please return all correspondence concerning this matter to the following:

Dr. Michael K. Butler

\_\_\_\_\_  
(Name of Contact Person)

Griot's Gallery and Academy, Inc.

\_\_\_\_\_  
(Firm/ Company)

8260 NE 2nd Avenue

\_\_\_\_\_  
(Address)

Miami, Florida 33138

\_\_\_\_\_  
(City/ State and Zip Code)

Michaelbutler@gmail.com

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

For further information concerning this matter, please call:

Daphnee Gonzales, Esq.

954

342.9044

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

Griot's Gallery and Academy, Inc.

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

N16000002514

(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 )**

**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: Daphnee Gonzales, Esq.

3600 Red Road, Suite 402

(Florida street address)

New Registered Office Address:

Miramar

(City)

Florida 33025  
(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, 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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> 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) <u>    </u> Change	<u>T</u>	<u>Kettely Joseph</u>	<u>14325 NW 7th Avenue</u>
<u>    </u> Add			<u>Miami, Florida 33168</u>
<u>X</u> Remove			
2) <u>    </u> Change	<u>T</u>	<u>Rajoop Ramkhelawan</u>	<u>7320 Orleans Street</u>
<u>X</u> Add			<u>Miramar, Florida 33023</u>
<u>    </u> Remove			
3) <u>    </u> Change			
<u>    </u> Add			
<u>    </u> Remove			
4) <u>    </u> Change			
<u>    </u> Add			
<u>    </u> Remove			
5) <u>    </u> Change			
<u>    </u> Add			
<u>    </u> Remove			
6) <u>    </u> Change			
<u>    </u> Add			
<u>    </u> Remove			

Please see the attached additional Page.

Page 3 of 4

### **Amending and/or adding additional Articles:**

#### **Amendment to Article III**

**PURPOSE CLAUSE:** Griots' Gallery and Academy, Inc. is organized exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code. More specifically to serve as a training center for all persons who wish to pursue a career in the arts and art management. It will also promote the arts of all culture, with a focus on the visual arts of the African Diaspora, the Americas and the Caribbean.

### **Adding Articles**

#### **Article IX**

**DISSOLUTION OF ASSET CLAUSE:** The properties of this corporation are irrevocably dedicated to charitable and educational purposes. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of of Section 501(c)(3) of the Internal Revenue Code, or 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.

#### **Article X**

**LIMITATION ON POLITICAL ACTIVITY CLAUSE:** No substantial part of the activities of Griots' Gallery and Academy, Inc. shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by section 501(h) of the Internal Revenue Code.) Griots' Gallery and Academy, Inc. shall not participate in, or intervene in (including publishing or distribution of statements), of any political campaign on behalf of, or in opposition to, any candidate for public office.

#### **Article XI**

**LIMITATION ON PRIVATE INURMENT CLAUSE:** No part of the net earnings of Griots' Gallery and Academy, Inc. shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.



## **Article XII**

**GENERAL LIMITATION ON ACTIVITY CLAUSE:** Notwithstanding any other provision of these articles, Griots' Gallery and Academy, Inc. shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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

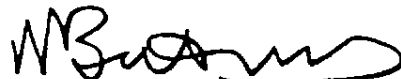
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**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 11/03/2017 \_\_\_\_\_

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)

Dr. Michael Butler  
\_\_\_\_\_  
(Typed or printed name of person signing)

President  
\_\_\_\_\_  
(Title of person signing)