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C. GOLDEN

JAN 13 2020

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

Florida International Philharmonic Inc

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

N18000002942

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

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

Please return all correspondence concerning this matter to the following:

David A. Perez

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

Florida International Philharmonic Inc

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

2630 NW 84th Ave Apt 101

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

Miami, FL 33122

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

kromero@bolivarphil.com

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

For further information concerning this matter, please call:

Karim Romero

904

613-9088

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

at

\_\_\_\_\_  
(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 checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|--|---|---|--|

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

Articles of Amendment  
to  
Articles of Incorporation  
of

Florida International Philharmonic Inc

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

N18000002942

2016 DEC 9 AM 11:58

(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.*

N/A

**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**)

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:**

N/A

Name of New Registered Agent:

New Registered Office Address:

(Florida street 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

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 <input checked="" type="checkbox"/> Add  <input type="checkbox"/> Remove	<u>T</u>	<u>Karim Romero</u>	<u>12599 Ashglen Dr S</u> <u>Jacksonville FL, 32224</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add  <input type="checkbox"/> Remove	<u>AD</u>	<u>Rodrigo Guerrero</u>	<u>28 Colborne Rd Apt 2</u> <u>Boston, MA 02135</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>          </u>	<u>                                  </u>	<u>                                  </u> <u>                                  </u> <u>                                  </u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	<u>          </u>	<u>                                  </u>	<u>                                  </u> <u>                                  </u> <u>                                  </u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	<u>          </u>	<u>                                  </u>	<u>                                  </u> <u>                                  </u> <u>                                  </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	<u>          </u>	<u>                                  </u>	<u>                                  </u> <u>                                  </u> <u>                                  </u>

**E. If amending or adding additional Articles, enter change(s) here:**

(attach additional sheets, if necessary). (Be specific)

Article IX added. See attachment

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## Florida International Philharmonic Inc - Articles of Incorporation Attachment

### ARTICLE IX - ADDITIONAL PROVISIONS

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other purposes not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or 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.

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

Upon dissolution 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 state or local government for public purpose. Any such asset not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation 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.

**Part IV Narrative Description of Your Activities**

Florida International Philharmonic Inc. was recently established as a Florida nonprofit corporation with the mission to form and develop a world-class symphonic orchestra with talented and renowned musicians and extend the experience and skills of its members to develop and nurture the next generation of musicians and music lovers. Our organization will educate, perform, and promote music for the benefit of the community. The orchestra will contribute to the cultural development in the community by transfiguring our high-quality performances into transcending joy, inspiration, and passion.

One of the main goals of the Florida International Philharmonic Inc. is to provide high quality classical music concerts for the benefit of the community. We plan to host 10 concerts throughout the first year, but we will eventually hold concerts either once a week or once a month throughout Miami. Will charge a small fee for individuals to attend, but we want to ensure that it is affordable to even the low-income community. The fees will go towards our operational cost, such as space rental and equipment.

Additionally, our organization plans to open music academies around the country and offer the most comprehensive teaching program called "El Sistema" to help underprivileged kids navigate the troughs and crests of their lives and become the next generation of the most talented musicians. Our organization is made up of renowned musicians who wish to help develop and nurture the next generation through cultural development and orchestra. This program will be a music program outside of school. We will charge a small fee to attend the program, but the fees will go towards our operational cost, such as space rental and musical equipment. This program may be run by volunteers, but we eventually plan to have paid staff once our organization is fully operational and successful.

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors**

**1a.) List the names, titles, and mailing addresses of all your officers, directors, and trustees.**

Anthony Pérez  
Chair  
2630 NW 84th Ave. Apt 101  
Doral, Florida 33122

Carlos Aragón  
Vice Chair  
9310 Fontainebleau Blvd Apt 304  
Miami, Florida, 33172

Eva Moreno  
Secretary  
9310 Fontainebleau Blvd Apt 304  
Miami, Florida, 33172

Karim Romero  
Treasurer  
12599 Ashglen Dr S,  
Jacksonville, Florida, 32224

Rodrigo Guerrero  
Head of Advisory Committee  
28 Colborne Road, Apt. 2,  
Boston 02135, MA, United States

**2a.) Are any of your officers, directors, or trustees related to each other through family or business relationships?**

Eva Moreno and Carlos Aragon are husband and wife.

**3a.) For each of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c, attach a list showing their name, qualifications, average hours worked, and duties.**

Each of the members of our governing body has been selected based on their commitment to our mission, as well as their experiences with charitable works. The average number of hours they will provide to our organization will vary based on the organization's ongoing needs.

As a director, each individual is responsible for assisting with oversight of organization operations, planning organization initiatives, and planning budgetary needs for current and future years. Directors shall complete all other duties as assigned by the Board of Directors. Duties of specific offices are as outlined in the bylaws.

**Part VI Your Members and Other Individuals and Organizations That Receive Benefits from You**

**1a.) In carrying out your exempt purposes, do you provide goods, services, or funds to individuals?**

Florida International Philharmonic Inc. is formed to educate, perform, and promote music for the benefit of the community. Our mission is to form and develop a world-class symphonic orchestra with talented and renowned musicians, extend the experience and skills of its members to develop and nurture the next generation of

musicians and music lovers. The orchestra would contribute to the cultural development in the community by transfiguring our high-quality performances into transcending joy, inspiration and passion.

We will:

- Provide high quality classical music concerts for the benefit of the community (starting about 10 concerts a year)
- Open music academies around the country and offer the most comprehensive teaching program called "El Sistema" to help underprivileged kids navigate the troughs and crests of their lives and become the next generation of the most talented musicians.

#### **Part VIII Your Specific Activities**

##### **4a.) Do you or will you undertake fundraising?**

Florida International Philharmonic Inc. will solicit for donations from individuals and businesses by mail, email, and personal contact. In the future, we will apply for grants and seek corporate sponsors.

##### **4d.) List all states and local jurisdictions in which you conduct fundraising.**

Florida International Philharmonic Inc. will conduct fundraising in the state of Florida, primarily in the Miami-Dade County area. We will fundraise for our organization only.

#### **Part X Public Charity Status**

**6.) If you checked box h in question 5 above, and you have been in existence more than 5 years, you must confirm your public support status. Answer line 6a if you checked box h in line 5 above.**

**I.) Enter 2% of line 8, column (e) on Part IX-A Statement of Revenues and Expenses \_\_\_\_\_**

N/A

**II.) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," state this.**

None.



[illegible]

Page 3 of 4

The date of each amendment(s) adoption: November 26, 2019, if other than the date this document was signed.

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

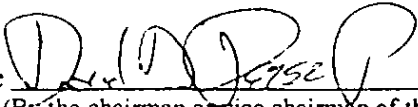
**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**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 12/03/2019

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) "

David Peetz  
(Typed or printed name of person signing)

Chair - President  
(Title of person signing)