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Special Instructions to Filing Officer:

Corrected corp. name by adding the and added date of adoption

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TALLAHASSEE, FLORIDA

04/11/05--01042--013 **43.75

AMEND
OC 4/18

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Armory Art Center, Inc.

DOCUMENT NUMBER: ______________________

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

Please return all correspondence concerning this matter to the following:

Amelia Ostrosky
(Name of Contact Person)

Armory Art Center
(Firm/ Company)

1700 Parker Ave.
(Address)

West Palm Beach, FL 33401
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Linda Silpe at (561) 585-8843
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ $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
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

The Armory Art Center, Inc.

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

FILED
05 APR 11 AM 7:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may **not** be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

(Attach additional pages if necessary)
(continued)

The date of adoption of the amendment(s) was: 2/15/05

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 was sufficient for approval.

☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 22 day of March, '05.

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.)

LINDA FISHER SILPE
(Typed or printed name of person signing)

PRES. ARMORY ART CENTER
(Title of person signing)

FILING FEE: $35

AMENDMENTS TO ARTICLES OF INCORPORATION

The following amendments were adopted by the Board of Directors of The Armory Art Center, Inc. on February 15, 2005.

ARTICLE IV: Officers

Section1. The officers of The Armory Art Center, Inc. shall be elected at the Annual Meeting by a simple majority of the newly elected Board of Directors and shall be as follows: Chair, President, Vice President, Secretary, Treasurer and at large directors. The Chair, President, Vice President shall be drawn from the Board of Directors.

Section 2: The Chair and President shall be the chief executive officers of The Armory Art Center, Inc. and shall have the following duties and powers:

a) To preside at meetings of the membership, the Board of Directors and the Executive Committee;
b) To serve as a member ex-officio of all committees except the Nominations; Committee;
c) To appoint all committee chairs except the Nominations Committee and Elections Committee;
d) Those powers as may reasonably be construed as belonging to the chief executive of an organization, including, but not limited to, the authority to sign checks;
e) To serve as the official spokesperson of The Armory Art Center, Inc. However, the Board of Directors may designate another to serve in this capacity on specific issues.

Section 3. The Vice President shall perform duties as delegated to the Vice President by the Chair or President and shall preside at meetings in the event of the temporary absence of the Chair or President.

ARTICLE V: Meetings of Members

A. Annual Meeting: The annual meeting of the membership of the corporation shall be held at the principal office or wherever designated by the Board of Directors on the date established by the By-Laws, with notice via mail, fax or e-mail ten (10) days in advance to all members in good standing, for the purpose of electing members of the Board of Directors for the ensuing year, who shall take office as prescribed in the By-Laws and for such other matters specified in the notice of the meeting.
B. Special Meetings: Special meetings of the membership may be held at the call of the Chair or President by written request of a majority of the Board of Directors, or by written request of on-third (1/3) of the membership.
C. Notice: At least ten (10) days notice of each annual meeting or three (3) days notice of each special meeting shall be mailed. faxed, or e-mailed to each member.

D. Quorum: Fifteen (15) members, present in person or represented by absentee ballot, shall constitute a quorum at the annual or special membership meeting for the transaction of business, but, if at any meeting there shall be less than a quorum, a majority of those present may adjourn the meeting from time to time and place to place.

ARTICLE VI: Board of Directors

A. Number and Term of Directors: The business, property and affairs of the Corporation shall be managed by a Board of Directors composed of at least seven (7) but no more than thirty (30) individuals. The term of office for each director shall be as determined in the By-Laws.

F. Time of Meeting: Regular meetings of the Board of Directors shall be held according to the By-Laws. Special meetings may be held on call of the Chair or President or by a majority of the Directors. Notice of each special meeting shall be given to each Director not fewer than five (5) days before the meeting.

M. Life Directors: Upon completion of a minimum of ten (10) years of service on the Governing Board of The Armory Art Center, Inc., a Board member who has exhibited extraordinary commitment to the Organization with their work, wisdom and support may be nominated by the Nominating committee to this honored status. Confirmation of this status would require a ¾ vote of the Governing Board at the Annual Board meeting.

Melvin Sirow, Chairman

Linda Silpe, Officer