

N22 0000005048

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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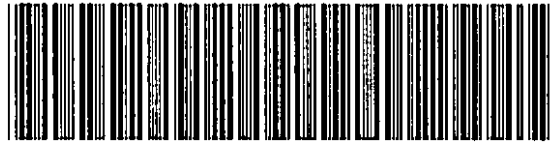
(Business Entity Name)

(Document Number)

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2022 AUG 15 PM 2:52
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August 12, 2022

VIA Regular Mail

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Riley's Dance, Inc. - Amendment to Articles of Incorporation

Enclosed please find Articles of Amendment to the Articles of Incorporation of Riley's Dance, Inc., a Florida not for profit corporation.

Also enclosed, please find a check in the amount of \$35 made payable to the Florida Department of State.

Please do not hesitate to contact me by telephone at (973) 243-7954 or by e-mail at NFryer@mblawfirm.com if you have any questions.

Yours very truly,

Nicole Fryer
Paralegal

Enclosure

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Riley's Dance, Inc.

DOCUMENT NUMBER: N22000005048

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

Please return all correspondence concerning this matter to the following:

Steven A. Holt, Esq.

(Name of Contact Person)

Mandelbaum Barrett PC

(Firm/ Company)

3 Becker Farm Rd. Suite 105

(Address)

Roseland, NJ 07068

(City/ State and Zip Code)

sholt@mblawfirm.com

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

For further information concerning this matter, please call:

Steven A. Holt, Esq.

973

243-7941

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:

- | | | | |
|---|--|---|--|
| <input checked="" 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 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

FILED

2022 AUG 15 PM 2:52

Riley's Dance, Inc.

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

N22000005048

SUB. CLERK OF DIST. CLERK
TALLAHASSEE, FL.

(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:

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:

<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) <input type="checkbox"/> Change <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)

Article VIII: No director or officer shall be personally liable to the Corporation for breach of any duty owed to the Corporation
provision shall not relieve a director or officer from liability for any breach of duty based upon an act or omission (a) in
breach of such person's duty of loyalty to the Corporation. (b) not in good faith or involving a knowing violation of law, or
(c) resulting in receipt by such person of an improper personal benefit.

Article IX: Upon dissolution of the Corporation, after payment of all debts, all of the Corporation's remaining assets shall be c
for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding provisions of
any future United States Internal Revenue Laws, or shall be distributed to the Federal government, or to a state or local
government for public purposes. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction,
in the county in which the principal office of the Corporation is then located, exclusively for such purposes.

Article X: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, direc
officers, or other private persons, except that the 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 the
purpose clause hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or
otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the
publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

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

Article XI: If in any taxable year of the Corporation, the Corporation is characterized for federal income tax purposes as a

"private foundation" under Section 509(a) of the Code, the Corporation shall: (1) distribute its income for each

taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed

by Section 4942 of the Code, or the corresponding provisions of any future United States Internal Revenue Law;

(2) refrain from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding

provisions of any future United States Internal Revenue Law; (3) refrain from retaining any excess business holdings

as defined in Section 4943(c) of the Code, or the corresponding provisions of any future United States Internal Revenue

Law; (4) refrain from making any investments in such manner as to subject it to tax under Section 4944 of the Code,

or the corresponding provisions of any future United States Internal Revenue Law; and (5) refrain from making any taxable

expenditures as defined in Section 4945(d) of the Code, or the corresponding provisions of any future United States

Internal Revenue Law.

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 6/13/22

Signature Ali Nathan
(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)

Ali Nathan

(Typed or printed name of person signing)

President

(Title of person signing)

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