

N2300002664

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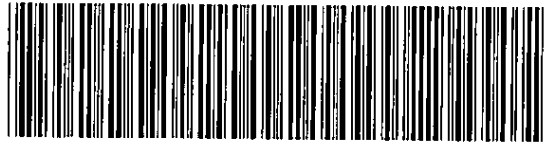
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE NUCLEUS ORCHESTRAL PROGRAM CORP

DOCUMENT NUMBER: N23000012664

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

Please return all correspondence concerning this matter to the following:

BENITO LIENDO

(Name of Contact Person)

(Firm/ Company)

12232 ACCIPITER DR

(Address)

ORLANDO, FLORIDA . 32837

(City/ State and Zip Code)

THENUCLEUSORCHESTRALPROGRAM@GMAIL.COM

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

For further information concerning this matter, please call:

BENITO LIENDO

(Name of Contact Person)

1 (754)

(Area Code)

236-0964

(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
The Centre of Tallahassee
2115 N. Monroe Street, Suite 810

12/15/03

Articles of Amendment
to
Articles of Incorporation
of

THE NUCLEUS ORCHESTRAL PROGRAM CORP

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

N23000012664

(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: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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

2011.12.23

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 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	_____	_____	_____

1-1-21 11:23:55

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

_____ see attached document _____

- 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 / 11 / 2023

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)

BENITO LIENDO

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

12/11/2023

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE NUCLEUS ORCHESTRAL PROGRAM CORP**

ARTICLE I
NAME

1.1 NAME

The name of this corporation is:

THE NUCLEUS ORCHESTRAL PROGRAM CORP

ARTICLE II

DURATION

2.1 DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE III

PURPOSE

3.1 PURPOSE

The Nucleus Orchestral Program Corp is a non-profit corporation primarily dedicated to educational activities for Children, youth and adults. Our commitment lies in the social and cultural development of the new generations in Florida through a variety of programs such as orchestras, musical performances, choirs, and bands. Furthermore, we seek to enrich communities through educational programs, benefit concerts, and collaborations with local organizations.

We firmly believe that access to music is a fundamental human right. Through our educational programs, we use music as a tool to inspire today's youth, guiding them toward tomorrow's global leadership. Music and art have the power to transcend differences, fostering individual empowerment and social inclusion. This, in turn, creates a universe of possibilities for all involved. To maximize our effectiveness, we may seek to collaborate with other non-profit organizations that qualify as non-profit corporations under section 501(c)(3).

ARTICLE IV

NATURE/BENEFITS

4.1 NON-PROFIT Nature

The Nucleus Orchestral Program Corp is not organized, nor shall it be operated for the private benefit of any person. The ownership of the corporation is irrevocably dedicated to charitable, religious, educational, or scientific purposes. No part of the corporation's assets, income, or net earnings shall be used for the benefit or distributed to any individual. However, the corporation may pay reasonable compensation for services rendered and make other remunerations and distributions consistent with these Articles. We establish that no financial benefit shall accrue to individuals, and we seek to maximize collaboration with other non-profit organizations to achieve our objectives.

4.2 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of The Nucleus Orchestral Program Corp of any nature, nor shall any property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.3 Dissolution

Upon the 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 to a state or local government, for a public purpose. Any assets not disposed of in such a manner shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine to be organized and operated exclusively for such purposes.

4.4 Prohibited Distributions

No part of the net earnings or properties of this corporation, upon dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons or individuals, except that the corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Section 3.1.

4.5 Restricted Activities

No substantial part of the activities of the corporation shall be the carrying on of propaganda or attempting to influence legislation, and the corporation shall not participate or intervene (including the publication or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.6 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted (a) by a corporation exempt from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Service Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V

Board of Directors:

5.1 Governance

The Nucleus Orchestral Program Corp shall be governed by its Board of Directors.

5.2 Current Members of the Board of Directors are:

President: Benito Liendo

Vice President: Marialis Alvarez

Director: Eukaris Anaholi

Director: Katherine Rivas Fuentes

Director: Enn Diaz Malave

Treasurer: Alice Mora

The Board of Directors is the highest authority governing the organization.

5.3 Selection of Board of Directors Members

The initial members of the board were selected by the incorporator.

Directors of The Nucleus Orchestral Program Corp may be elected at any meeting of the Board of Directors by a majority vote of the existing Board of Directors.

2023

Affiliation

6.1 Membership

The Nucleus Orchestral Program Corp. shall have no members. The management of the corporation's affairs shall rest with a Board of Directors as defined in the corporation's bylaws.

ARTICLE VII

Amendments

7.1 Amendments:

Amendments to the articles of incorporation may be adopted with the approval of two-thirds of the Board of Directors.

ARTICLE VIII

Corporation Address

8.1 Principal Address

12232 Accipiter Dr, Orlando, Florida 32837

8.2 Mailing Address

12232 Accipiter Dr, Orlando, Florida 32837

In witness whereof the undersigned has made, subscribed and acknowledged these Amended and restated articles of incorporation on 11 st day December 2023

Benito Liendo

President

2023 12 11

2023 12 11