

N24000006700

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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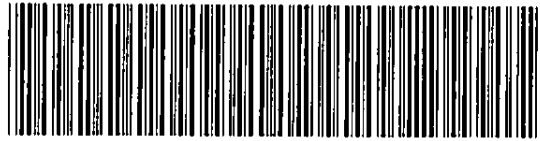
(Business Entity Name)

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Amend

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2024 JUN 17 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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A. RAMSEY
JUN 18 2024

Department of State
Division of Corporations

American Expediting (Stealth Courier)

1531 Commonwealth Business Dr Suite 105
Tallahassee, FL. 32303
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Stealth Courier Box

Requester: Greenspoon Marder
Company: The Muse Foundation
Job# : 15352047

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE MUSE FOUNDATION OF FLORIDA INC

DOCUMENT NUMBER: N24000006700

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

Please return all correspondence concerning this matter to the following:

LINDSAY MILLER

(Name of Contact Person)

GREENSPOON MARDER

(Firm/ Company)

600 BRICKELL AVE SUITE 3600,

(Address)

MIAMI, FL 33131

(City/ State and Zip Code)

erogers@museumofsex.com

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

For further information concerning this matter, please call:

LINDSAY MILLER

305

7892774

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
2024 JUN 17 AM 10:09
CLERK OF STATE
TALLAHASSEE, FLORIDA

THE MUSE FOUNDATION OF FLORIDA INC

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

N24000006700

(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:

(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) <u>X</u> Change <u> </u> Add <u> </u> Remove	<u>T</u>	<u>EDWARD ROGERS</u>	<u>2200 NW 24TH AVENUE</u> <u>MIAMI FL 33142</u>
2) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u>
3) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u>
4) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u>
5) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u>
6) <u> </u> Change <u> </u> Add <u> </u> Remove	<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 III IS REMOVED IN ITS ENTIRETY AND REPLACED WITH THE FOLLOWING:

THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE PURPOSES, AS DEFINED BY SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "CODE"), INCLUDING BUT NOT LIMITED TO, PROVIDING NOT FOR PROFIT EDUCATIONAL BENEFITS, DIRECTLY & INDIRECTLY, TO SCHOOLS & PUBLIC, INCLUDING A LIBRARY OF RESEARCH MATERIALS ON SEXUAL EDUCATION.

PURSUANT TO 508(c)(1)(A) THE INCOME FOR EACH TAXABLE YEAR WILL BE DISTRIBUTED AT SUCH TIME AND IN SUCH MANNER AS NOT TO SUBJECT THE FOUNDATION TO TAX UNDER SECTION 4942 OF THE CODE. FURTHER, IN ACCORDANCE WITH 508(c)(1)(B), THIS FOUNDATION WILL BE PROHIBITED FROM ENGAGING IN ANY ACT OF SELF-DEALING AS DEFINED IN SECTION 4941(d) OF THE CODE, FROM RETAINING ANY EXCESS BUSINESS HOLDINGS AS DEFINED IN SECTION 4943(c) OF THE CODE, FROM MAKING ANY INVESTMENTS IN SUCH MANNER AS TO SUBJECT THE FOUNDATION TO TAX UNDER MAKING ANY INVESTMENTS IN SUCH MANNER AS TO SUBJECT THE FOUNDATION TO TAX UNDER SECTION 4944 OF THE CODE, AND FROM MAKING ANY TAXABLE EXPENDITURES AS DEFINED IN SECTION 4945(d) OF THE 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 JUNE 13, 2024

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)

LINDSAY MILLER
(Typed or printed name of person signing)

INCORPORATOR
(Title of person signing)