

N96000003067

Treasure Coast Academy of Excellence, Inc.
P.O. Box 2146
Stuart, FL 34995-2146

March 17, 1998

Division of Corporations
Ms. Thelma Lewis, Corporate Specialist Supervisor
P.O. Box 6327
Tallahassee, FL 32314

RE: Treasure Coast Academy of Excellence, Inc.

Dear Ms. Lewis:

Enclosed please find our check for \$315.00 which represents our reinstatement filing fee of \$175.00 plus \$70.00 for the 1997 annual report and \$70.00 for the 1998 annual report. Also enclosed is the Application for Reinstatement and the Amended Articles of Incorporation for the corporation.

Kindly forward a certified copy of the Amended Articles of Incorporation to me in the enclosed, self-addressed and stamped envelope. I am currently under a tight time frame to get these Amended Articles of Incorporation to the Internal Revenue Service to complete our non profit status application. If you have any questions or if I can be of any further assistance please feel free to call me at (561) 283-1413.

Sincerely,



Steven Petit, Treasurer

FILED
98 MAR 18 PM 1:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA
MAR 18 1998

Post Office Box 2146
Stuart, Florida 34995-2146
February 10, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-02/20/98--01032--010
***122.50 ***122.50

Re: Amended Articles of Incorporation

Dear Sirs:

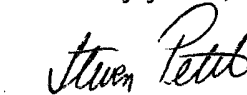
Enclosed please find an original and a copy of Amended Articles of Incorporation.

Also enclosed is a check in the amount of \$122.50 to cover the following costs:

1. \$35.00 filing fee;
2. \$35.00 for registered agent change; and
3. \$52.50 for a certified copy of the Amended Articles

Kindly forward a certified copy of the Amended Articles of Incorporation to me in the enclosed, self-addressed and stamped envelope.

Sincerely yours,



Steven Petit, Treasurer
Dizzy Gillespie School of the Fine
and Performing Arts, Inc.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 24, 1998

STEVEN PETIT, TREASURER
P. O. BOX 2146
STUART, FL 34995-2146

SUBJECT: TREASURE COAST ACADEMY OF EXCELLENCE, INC.
Ref. Number: N96000003067

We have received your document for TREASURE COAST ACADEMY OF EXCELLENCE, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Our records indicate the above corporation was administratively dissolved 9-26-97, for failure to file the 1997 corporation annual report. The corporation must be reinstated before the amendment can be filed. Enclosed is the reinstatement form, please complete and return to this office with the corrected amendment. The filing fees are: \$175 reinstatement filing fee and \$61.25 for each year annual report 97 & 98.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 398A00010316

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Article IX New Registered Agent

THIRD: Adoption of Amendment (CHECK ONE)

- ~~Dizzyxx Girlxxplexxx Schoolxx ofxx thexx Filmxx andxx Performingxx Arts, The.~~

Corporation Name TEASURER

Date _____

**AMENDED
ARTICLES OF INCORPORATION
OF
TREASURE COAST ACADEMY OF EXCELLENCE, INC.**

I, the undersigned subscriber to the original Articles of Incorporation, hereby present Amended Articles of a Corporation not for profit under Florida Statutes Chapter 617 and 607, as amended, and other laws of the State of Florida.

ARTICLE I

Name

The name of the corporation was:

TREASURE COAST ACADEMY OF EXCELLENCE, INC.

Said name has been changed to:

**DIZZY GILLESPIE SCHOOL OF THE FINE
AND PERFORMING ARTS, INC.**

ARTICLE II

Purpose

The purposes for which this corporation is organized are:

(1) To operate exclusively for charitable, scientific, or educational purposes, and any other purpose described in Section 501(c)(3) of the Internal Revenue Code of 1986, and/or for any other purpose allowed by Florida Law for a Non-For-Profit Corporation.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable 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 organization shall be the

carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 organization shall not carry on any other activities 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.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III

Duration

The corporation is to have a perpetual existence commencing at the time of the filing of the Articles of Incorporation with the Department of State.

ARTICLE IV

Powers

The corporation shall have and possess all powers and rights conferred upon corporations by the (Florida Not-For-Profit Corporation Act) and any enlargement of such powers conferred by subsequent legislative acts; and, in addition thereto, the corporation shall have and exercise all powers and rights not otherwise denied nonprofit corporations by the laws of the State of Florida, as are necessary, suitable, proper, convenient, or expedient to the attainment of the purposes set forth in Article II, herein.

ARTICLE V

Principal Office and Mailing Address

The principal office and the mailing address of the corporation is 900 SE East Avenue, Stuart, Florida 34994.

ARTICLE VI

Directors

The initial number of Directors of this corporation shall be five (5). The number of Directors may be increased from time to time by the Bylaws but shall never be fewer than five (5). The names and addresses of the members of the first Board of Directors who, subject to the provisions of the Articles of Incorporation and the Bylaws, and the Corporate Laws of the State of Florida shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified are: The Directors shall be elected and/or appointed pursuant to the Corporate Bylaws.

<u>Name</u>	<u>Address</u>
Rev Patricia Nelson	900 SE East Avenue Stuart, Florida 34994
David Walker	2207 S Kanner Highway Stuart, Florida 34994
Boyzie Herring	4600 SE Cove Road Stuart, Florida 34997
Nelo W Freijomal	413 Kruger Parkway Stuart, Florida 34996
Elmira R Gainey	5320 SE Sterling Circle Stuart, Florida 34997

ARTICLE VII

Internal Revenue Code References

All references herein to provisions of the Internal Revenue Code of 1986 shall be deemed to include statutes which succeed such provisions (i.e., the corresponding provisions of future United States Revenue laws).

ARTICLE VIII

Bylaws

Initial Bylaws of the corporation shall be adopted by the Board of Directors. Bylaws of the corporation may be adopted, amended, or repealed by action of the Board of Directors of the corporation at any regular or special meeting, or by unanimous written consent of the Board of Directors.

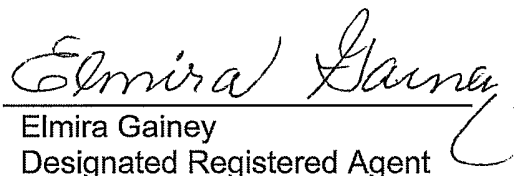
ARTICLE IX

~~Initial~~ Registered Office and Agent

The street address of the ~~initial~~ registered office of this corporation is 900 SE East Avenue, Stuart, Florida 34994, and the name of the registered agent is Elmira Gainey.

Acceptance By Registered Agent

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby certify to act in this capacity, and agree to comply with the provisions of Section 48.901, Florida Statutes, relative to keeping open said office for service of process.



Elmira Gainey
Designated Registered Agent
5320 SE Sterling Circle
Stuart, Florida 34997

ARTICLE X

Officers

The officers of the corporation shall be President, Vice-President, Secretary, Treasurer, and such subordinate officers as may be appointed by the Board of Directors, who shall be chosen by the Board of Directors in such manner as may be provided from time to time in the Bylaws. Each such officer,

insofar as permissible of the law, and as provided in the Bylaws or resolutions of the Board of Directors, shall be relieved of responsibility for exercise of authority or performance of duties incident to this office, the exercise or performance of which has been assigned to subordinate officers.

ARTICLE XI

Limitation of Liability

The private property of the incorporator, directors, and officers of this corporation shall not be subject to the payment of the corporation's debts.

DATED this 10th day of February, 1998.

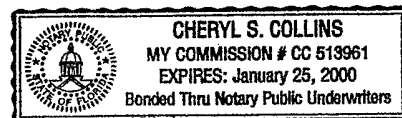


Steven Petit, Treasurer

State of Florida
County of Martin

The foregoing instrument was acknowledged before me this 10th day of February, 1998, by Steven Petit {~~xx~~} who is personally known to me or { } who has produced _____ as identification and who did take an oath.

 (NOTARY)
STATE OF FLORIDA AT LARGE
Cheryl S. Collins



My Commission Expires: 1/25/00