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TALLAHASSEE, FLORIDA

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TO: DIVISION OF CORPORATIONS

FAX # (305) 932-4000

FROM: ANTHONY P. BERNARD
CONTACT: ANTHONY BERNARD
PHONE: (305) 251-4591

ACCT#: 091162800147

FAX #: 305 251-1975

NAME: CONTEMPORARY MUSIC COOPERATIVE
AUDIT NUMBER.....H97000013656
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 3
DEL.METHOD.. FAX
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Amendment
8/29/97
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DIVISION OF CORPORATIONS

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PHONE: (305)251-4591

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FAX AUDIT#: H97000013656

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
97 AUG 29 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTEMPORARY MUSIC COOPERATIVE CORP.
(present name)

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment (s) adopted: (indicate article number (s) amended, added or deleted)

AMEND: Article IV to read as follows:
The policies and activities of the corporation shall be governed by a Board of Directors. The Directors shall be elected in such a manner as set forth in the By-Laws of the corporation. The names and addresses of the initial Board of Directors of the Corporation until the first election are as follows:

Dennis Kam University of Miami School of Music, Coral Gables, FL 33124
Dr. J.B. Floyd 4841 SW 64 Ct., Miami, FL 33155
Manuel Acebo 7384 S.W. 80 St Apt. # 25, Miami, FL 33143

AMEND: Article V to read as follows:
The officers of the corporation will be elected by the Board of Directors at least annually or at such times as may be determined by the Board of Directors and the By-Laws of the corporation. The officers who shall serve until the first election or appointed are as follows:

Anthony Cutrera	President/Treasurer
Robert Billington	Vice-President
Maria Letona	Secretary

ADD: Article IX
These Articles of Incorporation and the By-Laws of the Corporation may be amended any time by not less than two-thirds of the entire Board of Directors. Such Amendments to these Articles of Incorporation or By-Laws of the Corporation may be proposed by any Officer or any Board Member of the Corporation.

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ADD: Article X
Nothing herein shall authorize the Corporation, directly or indirectly, to engage in or include among its purposes or activities any purpose or activity prohibited under Chapter 617 of the Florida Statutes or contrary to the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ADD: Article XI
No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Members, Directors, 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 Article III . No substantial part of the activities of the Corporation shall be 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue code, or the corresponding section of any future Federal Tax code. 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, for a public purpose. Any such assets not so disposed of 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, which are organised and operated exclusively for such purposes.

SECOND : The date of each amendment's adoption : 08/19/97

THIRD: Adoption of Amendment (s) (check one)

 The amendment (s) was/were approved by the members and the number of votes cast for the amendment was sufficient for approval.

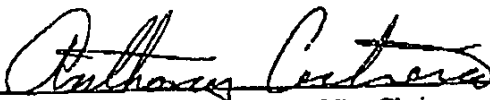
 x There are no members or members entitled to vote on the amendment. The amendment (s) was/were adopted by the board of directors.

AUDIT#: H97000013656

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CONTEMPORARY MUSIC COOPERATIVE CORP.

Corporation Name



Signature of Chairman, Vice Chairman, President or other officer

ANTHONY CUTRERA

Typed or printed name

PRESIDENT

08/19/97

Title

Date

PREPARED BY : ANTHONY BERNARD
16201 S.W. 95 AVENUE # 109
MIAMI FL 33157
(305) 251-4591

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