

N98000006587



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 230943 8739A

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizant

ORDER DATE : May 6, 1999

ORDER TIME : 12:40 PM

ORDER NO. : 230943-005

Amend

CUSTOMER NO: 8739A

CUSTOMER: Jonathan Shepard, Esq
Siegel Lipman Dunay & Shepard,
Suite 801
5355 Town Center Road
Boca Raton, FL 33486

800002865578--7

DOMESTIC AMENDMENT FILING

RECEIVED

XX MAY -6 PM 1:54

DEPT. OF STATE
CORPORATIONS
DIVISION
TALLAHASSEE, FLORIDA

NAME: ROYAL PALM SYMPHONY CHORUS
AND ORCHESTRA, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

FILED
99 MAY -6 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

DOE
5/6/99

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ROYAL PALM SYMPHONY CHORUS AND ORCHESTRA, INC.**

FILED
99 MAY -6 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the President of the Royal Palm Symphony Chorus and Orchestra, Inc., a Florida not for profit corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Royal Palm Symphony Chorus and Orchestra, Inc., a Florida not for profit corporation, on behalf of the Corporation, and further states as follows:

1. Article II is amended in its entirety to read as follows:

**"ARTICLE II
PURPOSE**

2.1 The purpose of this Corporation is to develop and promote a symphony orchestra of the highest quality for the citizens of South Florida.

2.2 The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable, to its members, trustees, directors, officers, or others 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 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 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 any 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 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 Circuit Court 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 organized and operated exclusively for such purposes."

2. Article III is amended in its entirety to read as follows:

**"ARTICLE III
MEMBERSHIP**

The corporation shall have members, as provided in the By-Laws."

3. The foregoing amendments were adopted by the Board of Director on December 18, 1998. No members are entitled to vote on amendments to the Corporation's Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment to the Articles of Incorporation on May 5, 1999, all in accordance with Section 617.1006, Florida Statutes.

ROYAL PALM SYMPHONY CHORUS AND
ORCHESTRA, INC., a Florida not for profit
corporation

By: 
Marc-Philippe Beaudoin de Roca, President