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LAW OFFICES
SCHWARTZ, GOLD, COHEN, ZAKARIN & KOTLER, P.A.
ATTORNEYS AT LAW
54 S.W. BOCA RATON BOULEVARD, BOCA RATON, FLORIDA 33432
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ESTABLISHED 1984

ABIGAIL R. LANGWEILER ***
JAMIE E. MORRIS ****
PAULA GOLD (RETIRED)

EDWARD B. COHEN
DAVID C. KOTLER
MICHAEL I. KOTLER *
ALLAN H. SCHWARTZ
RONALD M. ZAKARIN **

- * ALSO ADMITTED IN
DISTRICT OF COLUMBIA
AND PENNSYLVANIA
- ** ALSO ADMITTED IN
DISTRICT OF COLUMBIA
AND NEW YORK
- *** ALSO ADMITTED IN
NEW JERSEY
- **** ALSO ADMITTED IN
NEW YORK

December 14, 2010

Sent Via Federal Express 7942 1684 5120

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Markee Recording and Rehearsal, Inc. - Amended Articles of Incorporation
File Number 6-920-6

Dear Sir/Mam:

Enclosed please find our law firm's check in the amount of Thirty Five Dollars (\$35.00) for the filing of the enclosed Amended Articles of Incorporation of Markee Recording and Rehearsal, Inc. of the above referenced limited liability company. Please file the Amended Articles of Incorporation of Markee Recording and Rehearsal, Inc. and return a copy of the filed articles in the enclosed self-addressed stamped envelope. Thank you for your assistance with this matter.

Very truly yours,



Michael I. Kotler

Encl.
MIK/jk



COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Markee Recording and Rehearsal, Inc.

DOCUMENT NUMBER: P10000087238

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

Please return all correspondence concerning this matter to the following:

Michael I. Kotler, Esquire

Name of Contact Person

Schwartz, Gold, Cohen, Zakarin & Kotler, P.A.

Firm/ Company

54 SW Boca Raton Boulevard

Address

Boca Raton, Florida 33432

City/ State and Zip Code

mkotler@sgczklaw.com

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

For further information concerning this matter, please call:

Michael I. Kotler, Esquire

Name of Contact Person

at (561)

Area Code & Daytime Telephone Number

361-9600

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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Markee Recording and Rehearsal, Inc.

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

P10000087238

(Document Number of Corporation (if known))

APPROVED
FILED
10 DEC 15 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida 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," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

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:

New Registered Office Address:

_____ (Florida street 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

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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

See attached Amended Articles of Incorporation which replace the previously
 existing Articles of Incorporation

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

See attached Amended Articles of Incorporation which replace the previously
 existing Articles of Incorporation

The date of each amendment(s) adoption: December 9, 2010

Effective date if applicable: December 9, 2010
(date of adoption is required)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated December 9, 2010

Signature Mark Begelman
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Mark Begelman
(Typed or printed name of person signing)

Director
(Title of person signing)

AMENDED ARTICLES OF INCORPORATION
OF
MARKEE RECORDING AND REHEARSAL, Inc.

ARTICLE I

NAME

MARKEE RECORDING AND REHEARSAL, INC.

ARTICLE II

PURPOSE

This corporation is organized for the following purposes:

- I. Any and all lawful purposes, activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The aggregate number of common shares that the Corporation is authorized to issue is ten million (10,000,000) shares, divided into two (2) series. The designation of each series, the number of shares of each series, and the par value or no par value of the shares of each series are as follows:

Class	Series (if any)	Number of Shares	Par Value Per Share or Shares without Par Value
Common	A	5,000,000	(No Par) per share
Common	B	5,000,000	(No Par) per share

This corporation is authorized to issue 5,000,000 shares of Series A common stock, and 5,000,000 shares of Series B common stock.

The Series A common stock of the corporation shall have the following characteristics:

(a) Par value shall be No Par per share.

(b) At all meetings of the stockholders, the Series A common stockholders shall be entitled to cast one (1) vote for each share of Series A common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.

(c) Except as otherwise provided by law, in order for common stockholders to exercise their vote, the shares which the stockholder is intending to vote must be owned and paid in full.

This corporation is authorized to issue 5,000,000 shares of Series B common stock.

The Series B common stock of the corporation shall have the following characteristics:

(a) Par value shall be No Par per share.

(b) At all meetings of the stockholders, the Series B common stockholders shall be entitled to cast ten (10) votes for each share of Series B common stock owned. That a Series B common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.

(c) Except as otherwise provided by law, in order for common stockholders to exercise their vote, the shares which the stockholder is intending to vote must be owned and paid in full.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 963 Eve Street, Delray Beach, Florida 33483. The initial registered agent of this corporation is Mark Begelman with his address at 963 Eve Street, Delray Beach, Florida 33483. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director, initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

Name

Address

Mark Begelman

**963 Eve Street
Delray Beach, Florida 33483**

ARTICLE VII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles is:

**Mark Begelman
963 Eve Street
Delray Beach, Florida 33483**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Amended Articles of Incorporation this 9 day of December, 2010.


Print Name: **Mark Begelman**

STATE OF FLORIDA)
)ss.
COUNTY OF BROWARD)

Sworn to and subscribed before me this 9th day of December, 2010, by **Mark Begelman**, who is personally known to me (or who has produced N/A as identification) and who did take an oath.


Notary Public, State of Florida

(SEAL)

