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FLORIDA PROFIT/NON PROFIT CORPORATION
Lera Auerbach Art Foundation, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LERA AUERBACH ART FOUNDATION, INC.**

(A Corporation Not for Profit)

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, the undersigned incorporator hereby makes, adopts and subscribes the following Articles of Incorporation:

Article 1 – Name of Corporation

The name of this corporation shall be: Lera Auerbach Art Foundation, Inc.

Article 2 – Principal Address

The principal address and the mailing address of the corporation shall be: 1066 Conover Street, Port Charlotte, Florida 33956.

Article 3 - Purpose of Corporation

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for health, welfare, scientific, educational, cultural, and other charitable purposes, including:

(a) To distribute property in accordance with the terms of gifts, bequests, or devises made to the corporation which are not inconsistent with its purposes; or

(b) To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors without the necessity of the approval of any trustee, custodian or agent, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

More specifically, the purposes of the corporation shall be to conceptualize, shape and lead transformation of creative industry towards a fair sustainable state for all stakeholders (creative artists, artist management companies, record labels, publishers, event management companies, trade unions, media, etc.) through financial, managerial, legal, PR support, and education.

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 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 provisions 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 corresponding section of any future federal tax code.

Article 4 - Membership

The qualification for members and the manner of their admission shall be as stated in the Bylaws of the corporation.

Article 5 – Board of Directors

The affairs of the corporation shall be managed by a board of directors, as determined pursuant to provisions of the Bylaws of the corporation. The method of election of the directors of the corporation shall be as stated in the Bylaws of the corporation.

Article 6 - Officers

The corporation shall have officers as provided in the Bylaws of the corporation.

Article 7 – Corporate Existence

The existence of this corporation shall be perpetual, unless dissolved according to law. Distributions upon the dissolution of the corporation shall be made according to the terms set forth in Article 12.

Article 8 - ByLaws

The incorporator of the corporation shall adopt Bylaws of the corporation consistent with these Articles of Incorporation. Thereafter, the Bylaws of the corporation may be altered, amended or rescinded by the directors of the corporation in the manner provided by such Bylaws of the corporation.

Article 9 – Registered Office

The street address of the initial registered office of the corporation is 1066 Conover Street, Port Charlotte, Florida 33956, and the name of the initial registered agent of this corporation at that address is Rafael DeStella.

Article 10 - Incorporator

The name and address of the incorporator to these Articles of Incorporation is Rafael DeStella, 1066 Conover Street, Port Charlotte, Florida 33956.

Article 11 - Committees

The corporation may establish such committees as provided in the Bylaws of the corporation.

Article 12 – Distribution Upon Dissolution

Upon the dissolution of the corporation, as provided in the Bylaws of the corporation, the assets of the corporation 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.

Article 13 - Amendment

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

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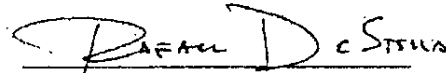
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of April 2015.



Rafael DeStella
Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned hereby consents to the appointment as Registered Agent of Lera Auerbach Art Foundation, Inc., to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.



Rafael DeStella
As Registered Agent

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