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TRANSMITTAL LETTER

FILED
99 NOV 18 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-11/18/99--01052--013
*****87.50 *****87.50

SUBJECT: The Miami Music Authority Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jason Klein for Miami Music Authority Inc.
Name (Printed or typed)

10123 SW 77th Ct
Address

Miami, FL 33156
City, State & Zip

(305) 273-6303
Daytime Telephone number

Jason Klein NOTE: Please provide the original and one copy of the articles.
AUTHORIZATION BY PHONE TO
CORRECT 11/17/99
DATE 11/30/99
DOC. EXAM Debra Brown

**ARTICLES OF INCORPORATION
OF
MIAMI MUSIC AUTHORITY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
NAME AND ADDRESS**

The name of this corporation shall be is the **Miami Music Authority, Inc.**, (the "Corporation"). The principal place of business and mailing address of this corporation shall be:

10123 S.W. 77th Ct
Miami, FL 33156

**ARTICLE II
DURATION**

The Corporation shall commence its existence with the filing of the Articles. The existence of the Corporation shall be perpetual, unless dissolved according to law.

**ARTICLE III
GENERAL PURPOSES**

The general purposes for which the corporation is organized are:

1. Unite South Florida's music scene: To facilitate the cumbersome process of networking and to disseminate all of the necessary information and resources so as to maintain the entertainment business in South Florida.
2. Education: Assist in promoting music and the arts in South Florida schools through contests, music programs, and workshops. Moreover, to hold technical training seminars on the mechanics of machines and tools used in the industry.
3. Events and Promotions: In the spirit of bringing creative and business professionals together, we want to facilitate the process of networking through social gatherings and events.

ARTICLE IV

The membership of the Corporation (the “Members”) shall consist of those persons who are associated within the South Florida music and entertainment community. A majority of all of the members of the Board of Directors of the Corporation (the “Board”) shall determine the manner of admission of the Members into the Corporation.

ARTICLE V
BOARD OF DIRECTORS

The power of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board, which shall initially have (5) directors. A majority of all of the members of the Board may from time to time increase or decrease the number of directors which shall never be less than three (3). The names and street addresses of all of the members of the first Board are:

Names: _____ Street Addresses: _____

Jason Klein 10123 SW 77th Ct
Miami, FL 33156

Louis Tertocha One S.E. 3rd Ave, Ste 1450
Miami, FL 33133

Kevin Fabrikant c/o Jason Klein
10123 SW 77th Ct
Miami, FL 33156

Marco Cocchiaro c/o Jason Klein
10123 SW 77th Ct
Miami, FL 33156

Elizabeth Ayoub c/o Jason Klein
10123 SW 77th Ct
Miami, FL 33156

The manner in which the directors are appointed is as stated in the By-Laws.

ARTICLE V1

NONSTOCK BASIS

Corporation is organized on a nonstock basis.

ARTICLE VII
AMENDMENT

Any amendment to the Articles must be approved by a majority of all of the members of the Board.

ARTICLE VIII
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation in the State of Florida shall be:

Jason Klein, C.P.A.
10123 SW 77th Ct
Miami, FL 33156

The name of the initial registered agent of the Corporation at the above-specified address shall be:

Jason Klein, C.P.A.

ARTICLE IX
INCORPORATOR

The name and street address of the incorporator of the Corporation (the "Incorporator"), which is signing the Articles, is as follows:

Jason Klein
10123 SW 77th Ct
Miami, FL 33156

ARTICLE X
EXEMPT STATUS

Notwithstanding any other provision of the Articles, this Corporation shall not carry on other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Service Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE X1
DISSOLUTION

In the event of the dissolution of the Corporation and after all of the Corporation's liabilities and obligations have been paid and discharged, any residual assets of the Corporation shall be donated to one or more exempt organizations, qualifying as such under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any prior or future law enforced by the United States Internal Revenue Service.

IN WITNESS WHEREOF, the Incorporator has made and subscribed to the Articles, in the City of Miami, county of Miami-Dade, State of Florida, for the aforementioned uses and purposes in connection with the Corporation, on this 15th day of November, 1999.

By: _____

Jason Klein, Incorporator

**DESIGNATION AND ACCEPTANCE OF
REGISTERED AGENT OF THE
MIAMI MUSIC AUTHORITY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 617.0501 of the Florida Statutes, the **Miami Music Authority, Inc.**, having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at Jason Klein C.P.A., 10123 SW 77th Ct, Miami, Fl 33156, has named Jason Klein, Esq., located thereat, as its registered agent in order to accept service of process within the State of Florida.

By: _____
Jason Klein, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performances of my duties, and I familiar with and accept the obligations of my position as registered agent.

By: _____
Jason Klein, C.P.A.
Registered Agent