

N00000000/92S

FILED

JULIAN H. KREEGER
1619 Dupont Building
169 East Flagler Street
Miami, Florida 33131

00 MAR 20 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Piano Lovers, Inc.
(Corporation Name) (Document #)

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-03/20/00--01110--006
*****78.75 *****78.75

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

PH 3/24/00 ✓

**ARTICLES OF INCORPORATION
OF
PIANO LOVERS, INC.**

A Florida Corporation Not For Profit

FILED
00 MAR 20 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be:

PIANO LOVERS, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:

6079 Town Colony Drive
No. 1021
Boca Raton, Florida 33433

ARTICLE III - PURPOSES

The specific purposes for which this corporation is organized are:

Piano Lovers is dedicated to both helping young pianists showcase their talents, and providing the south Florida community an opportunity to support outstanding local pianists. By creating a series of concerts and recordings, a closer relationship between South Florida pianists and the surrounding community is continually developed. Finally, Piano Lovers seeks to enhance the cultural offerings available in South Florida and help enable local pianists to further their careers in the South Florida music community.

To generally do and perform all of the foregoing purposes in such manner as to be defined as educational and literary purposes under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors. The number of directors may be fixed or changed from time to time by appropriate provisions of the By-Laws of this

corporation adopted by the vote of a majority of the directors then in office, but shall not be less than three directors.

The manner in which the directors are elected or appointed is as set forth in the By-Laws of the corporation. The incorporators of this corporation shall serve as the initial directors of the corporation.

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, unless limited as follows:

Notwithstanding any other provision of these Articles, this corporation shall not carry on any 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 of 1986 or the corresponding provision of any future Internal Revenue law. Said limitations include, but are not restricted to, the requirement that no part of the net earnings of this corporation shall inure to the benefit of or be distributed to any private individual, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes; that no part of its activities shall consist of carrying on propaganda or otherwise attempting to influence legislation; and that it shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

To the extent that this corporation should be at any time subject to Sections 4941 through 4945 of the Internal Revenue Code of 1986 or the corresponding provision of any future Internal Revenue law, this corporation:

- A) Shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 or the corresponding provision of any future Internal Revenue law;
- B) Shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986 or the corresponding provision of any future Internal Revenue law;
- C) Shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 or the corresponding provision of any future Internal Revenue law;
- D) Shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 or the corresponding provision of any future Internal Revenue law;
- E) Shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 or the corresponding provision of any future Internal Revenue law.

ARTICLE VI - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII - AMENDMENTS TO THE ARTICLES OF INCORPORATION

Amendments to the Articles of Incorporation may be proposed and adopted by a majority vote of all the members of the Board of Directors provided that at least ten (10) days written notice setting forth the proposed amendment is given to the members of the Board of Directors prior to any such meeting wherein said amendment is considered.

ARTICLE VIII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of this corporation all assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this organization.

ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

| | |
|-------------------------|---------------------------|
| Julian H. Kreeger, P.A. | 169 East Flagler Street |
| | Suite 1619 |
| | Miami, Florida 33131-1211 |

ARTICLE X - INCORPORATORS AND INITIAL BOARD OF DIRECTORS

The names and residence addresses of the incorporators and members of the Board of Directors who shall serve until the first election are:

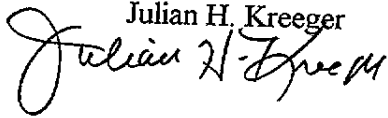
NAME

ADDRESS

Abram Kreeger

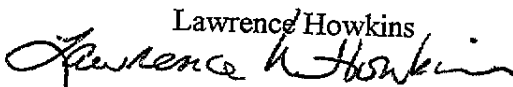
6079 Town Colony Drive
No. 1021
Boca Raton, Florida 33433

Julian H. Kreeger



169 East Flagler Street
Suite 1619
Miami, Florida 33131-1211

Lawrence Howkins



3508 Anderson Road
Coral Gables, Florida 33134

The undersigned incorporator has executed these Articles of Incorporation this 16th day of March, 2000.

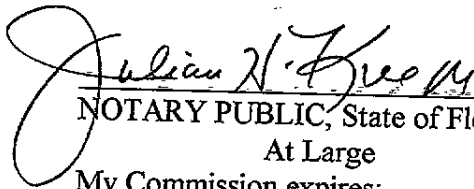

ABRAM KREEGER

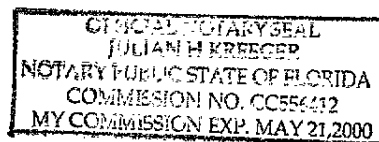
STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared ABRAM KREEGER, who is personally known to me/~~presented proper identification~~, and who, being duly sworn, depose and say that they executed the foregoing Articles of Incorporation this day for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 16 day of March, 2000.


NOTARY PUBLIC, State of Florida
At Large
My Commission expires:

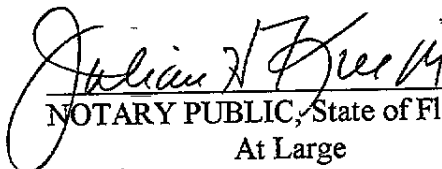


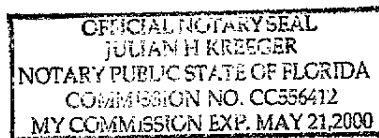
STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared LAWRENCE HOWKINS, who is personally known to me/presented proper identification, and who, being duly sworn, depose and say that they executed the foregoing Articles of Incorporation this day for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 16 day of March, 2000.


NOTARY PUBLIC, State of Florida
At Large
My Commission expires:



STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared JULIAN H. KREEGER, who is personally known to me/presented proper identification, and who, being duly sworn, depose and say that they executed the foregoing Articles of Incorporation this day for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 17th day of March, 2000.

Nicolas A. Manzini

NOTARY PUBLIC, State of Florida

At Large

My Commission expires:

4/30/03



Nicolas A. Manzini
MY COMMISSION # CC799865 EXPIRES
April 30, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED

00 MAR 20 AM 11:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.


1. The name of the corporation is:

PIANO LOVERS, INC.

2. The name and address of the registered agent and office is:

Julian H Kreeger, P.A.
169 East Flagler Street
Suite 1619
Miami, Florida 33131-1211

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


JULIAN H. KREEGER

DATE: 3/16/00