



THE UNITED STATES
CORPORATION
COMPANY

N000000006165

ACCOUNT NO. : 072100000032

REFERENCE : 829093 134904A

AUTHORIZATION :

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 13 PM 4:55
Tatiana Piz

ORDER DATE : September 13, 2000

ORDER TIME : 11:03 AM

ORDER NO. : 829093-010

CUSTOMER NO: 134904A

CUSTOMER: Michael J. Millward, Cpa
Michael J. Millward, C.p.a.

300003392463--7

20184 Oean Key Drive

Boca Raton, FL 33498

DOMESTIC FILING

NAME: MUSIGALS GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

2546-2557
W00-22483

RECEIVED
00 SEP 13 PM 12:15
DIVISION OF CORPORATIONS
[Signature]



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 SEP 13 PM 4: 56

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 13, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MUSIGALS GROUP, INC.
Ref. Number: W00000022483

RESUBMIT
Please give original
submission date as file date.

→ Rose Ann!

We have received your document for MUSIGALS GROUP, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 600A00048501

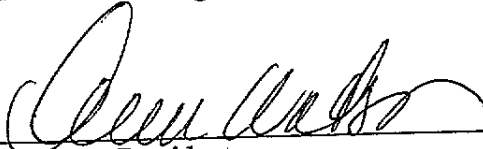
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00 SEP 15 PM 4: 43
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
CLERK OF STATE
TAXON CORPORATION

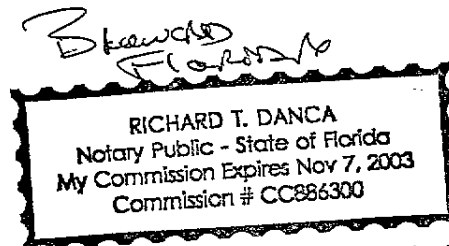
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Affidavit Regarding Articles of Dissolution

I will not be revoking the Articles of Dissolution for MusiGals Group Inc.

By: 
Ann Watson, President

Date: 9/12/00



Notary:

FDL W325059499480



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SECRETARY OF STATE
CORPORATIONS
00 SEP 13 PM 4:56

Articles of Incorporation

The undersigned, acting as the incorporator pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

Article I Name

The name of the corporation shall be MusiGals Group, Inc.

Article II Principal Office

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

22272 Holcomb Place
Boca Raton, FL 33428

Article III Purpose

The specific purposes for which the corporation is organized are:

- A. To receive and administer funds and to operate exclusively for the charitable, artistic, literary, and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation, and to give funds and property from time to time to other organizations to be used or held for use directly for carrying out one or more of such purposes;
- B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests either absolutely or in trust, and to apply gifts, grants, bequests, and devises, and the proceeds thereof, in furtherance of the purposes of the corporation;
- C. To do such things and to perform such acts as accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501 (c) (3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation, with all of the powers conferred on not-for-profit corporations under the laws of the State of Florida;
- D. To foster the advancement of a women's chorus for Broward and Palm Beach County women, who might not otherwise have the ability or opportunity to become members of a more formally auditioned vocal performing group, and who wish to perform and promote vocal music to the community;
- E. To produce quality choral performances for residents of area nursing homes and other facilities, as well as concerts for the community at large, in order to encourage and foster the appreciation of such entertainment; and,
- F. To establish and continue to provide scholarships to deserving vocal students who wish to further their vocal music education.

Article IV Manor of Election

Officers and/or Directors shall be appointed at the discretion of the MusiGals' Musical Conductor

Article V Non Profit Status

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or any other 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 organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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.

Article VI Dissolution

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

Article VII Florida Statute

The corporate powers of this corporation are as provided in Section 617.0302 of the Florida Statutes, or comparable provisions of subsequent legislation, and are limited by restrictions placed by Section 501 (c) (3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation.

Article VIII Initial Registered Agent

The name and street address of the registered agent are:

Ann Watson
22272 Holcomb Place
Boca Raton, FL 33428

Article IX Incorporator

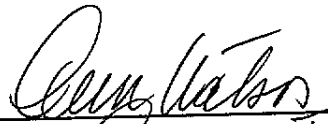
The name and address of the incorporator of this corporation are:

Ann Watson
22272 Holcomb Place
Boca Raton, FL 33428

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
00 SEP 19 PM 4:56

The undersigned incorporator has executed these Articles of Incorporation this day of September 11, 2000.

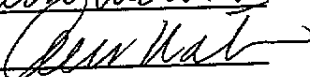
Signature of Incorporator:



Date

9-11-00

Signature Registered Agent



Date

9-11-00

I HEREBY AM FAMILIAR WITH AND ACCEPT
THE DUTIES AND RESPONSIBILITIES AS
REGISTERED AGENT.