

NO1000003141

TRANSMITTAL LETTER

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

700004033997--3
-04/19/01--01117--006
*****87.50 *****87.50

SUBJECT: Toto Music Plus, 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: MR. JEAN SIMILIE
Name (Printed or typed)

1775 NORMANDY DRIVE, SUITE #3
Address

MIAMI BEACH, FLORIDA 33141
City, State & Zip

(305) 467-7229
Daytime Telephone number

(305) 836-1116

Kathy Giddan

FILED
01 MAY -3 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

NOI-8968
05/4



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 20, 2001

JEAN SIMILIEN
1775 NORMANDY DR, STE #3
MIAMI BEACH, FL 33141

SUBJECT: TOTO MUSIC PLUS, INC.
Ref. Number: W01000008968

We have received your document for TOTO MUSIC PLUS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 487-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 101A00023373

ARTICLES OF INCORPORATION

OF

TOTO MUSIC PLUS, INC.

The undersigned subscribers to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized pursuant to the Dade County Nonprofit Corporation Code.

ARTICLE I.

CORPORATE NAME

The names of this Corporation shall be

TOTO MUSIC PLUS, INC.

ARTICLE II.

TERMS OF EXISTENCE

This corporation shall have perpetual existence as a nonprofit mutual benefit corporation.

ARTICLE III.

PURPOSES AND POWERS

(A) This Corporation is organized for the purpose of engaging in charitable and educational purposes to aid the poor and disadvantaged individuals and families toward a life of self sufficiency. The programs consist of, but shall not be limited to : Seminars, workshops, Cultural Exchange and interaction, Outreach Advocacy programs for the Disadvantaged, Employment, Literacy, Counseling, Teenage Pregnancy, Job Training, Job Placement, and Acquisition, Substance Abuse and other Programs to aide those in need. This corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501 (C) (3) of the Internal Revenue Code.

(B) Notwithstanding any other provision of these Articles, The corporation shall not carry on any other activities not permitted to carry on (1) by a corporation exempt from federal income tax under Section 501 (C) (3) of The Internal Revenue Code or (2) of the Internal Revenue Code.

ARTICLE IV.

CAPITAL STOCK

There shall be no capital stock and will offer no particular shares thereof.

ARTICLE V.

DIRECTOR

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MAY -3 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws of the Corporation.

The name and mailing address of the initial director who shall hold office until his successor or successors are elected and have qualified are as follows:

MR. JEAN SIMILIEN, EXECUTIVE DIRECTOR

ARTICLE V. DIRECTORS

This Corporation shall have one Executive Director and two other respective directors initially. The number of directors may be increased or diminished from time to time by board electoral vote as stated in the By-Laws of the Corporation.

The names, addresses and offices of the respective Directors who will serve until the first election or appointment under these Articles of Incorporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>	<u>OFFICE</u>
MR. JEAN SIMILIEN	1775 NORMANDY DR. # 3, MIAMI BEACH, FL.	EXEC. DIRECTOR
MS. MARIE SIMILIEN	1775 NORMANDY DR. # 3, MIAMI BEACH, FL.	DIRECTOR
MR. GAYANNE SIMILIEN	1775 NORMANDY DR. # 3, MIAMI BEACH, FL.	DEPUTY DIRECTOR

ARTICLES VI. REGISTERED AGENT AND REGISTERED OFFICE

The Corporation's Resident Agent for services in the state of Florida Shall be

MR. JEAN SIMILIEN, EXECUTIVE DIRECTOR

THE ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION SHALL BE

PRINCIPAL	MR. JEAN SIMILIEN, EXECUTIVE DIRECTOR
ADDRESS	1775 NORMANDY DRIVE # 3
CITY/STATE/ZIP	MIAMI, FLORIDA 33141

ARTICLE VII. AMENDMENTS

This Corporation reserves the rights to amend, alter, modify, or repel any provision or provisions contained in these Articles of Incorporation, or any provision or provisions contained in these Articles of Incorporation, or any amendment hereto in the manner now or hereafter prescribed by the Statues of the State of Florida, and any rights and powers conferred upon the director and shareholders herein are granted subject to this reservation.

ARTICLE VIII. INCORPORATOR

The name and mailing address of the Incorporator is as follows:

MR. JEAN SIMILIEN, EXECUTIVE DIRECTOR

Agent has hereunder subscribed his name, this _____ day of _____, 20____.

Incorporator, Director
Registered Agent

STATE OF FLORIDA)
: SS:
COUNTY OF DADE)

Before me the undersigned authority personally appeared

MR. JEAN SIMILIEN, EXECUTIVE DIRECTOR

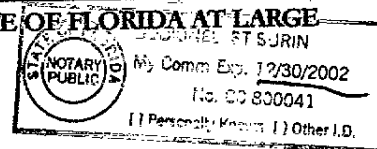
who is to me well known to be the person(s) described in and who subscribes the foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 12 day of April, 2001.

DADE
County
FLORIDA

[Signature]
Notary Public, STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES: _____



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

PURSUANT to the provisions of Section 501(C)(3). Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida:

1. The name of the Corporation is

TOTO MUSIC PLUS, INC.
2. The name and address of the registered agent and office is:

MR. JEAN SIMILIEN, EXECUTIVE DIRECTOR
(NAME)
1775 NORMANDY DRIVE, SUITE #3
(ADDRESS) (P.O. BOX NOT ACCEPTABLE)
MIAMI BEACH, FLORIDA 33141
(CITY/STATE/ZIP)

SIGNATURE: *[Signature]*
(CORPORATE OFFICER)
TITLE: CHIEF EXECUTIVE OFFICER (C.E.O.)
DATED: 4/12/01

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 performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature: *Don Samilson*
Dated: *4/12/01*

The undersigned subscribers to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

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TALLAHASSEE, FLORIDA