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CAPITAL CONNECTION

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FLORIDA NON-PROFIT CORPORATION

SOUNDS OF FLORIDA, INC.

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ARTICLES OF INCORPORATION

We, the undersigned, with other persons being desirous of forming a not-for-profit corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE INAME

The name of the corporation is SOUNDS OF FLORIDA CHORUS, INC.

ARTICLE IITerms of Existence

This corporation is to exist perpetually.

ARTICLE IIIPurposes

Section 1. The general nature of the object and purposes of this corporation are:

A. The corporation is organized exclusively for charitable, religious, literary, scientific and education purposes as set forth in Section 501(c)(3) of the United States Internal Revenue Code including, for such purposes, the making of distributions to individuals and to organizations that qualify as exempt organizations under 501(c)(3) of such Code.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 these Articles of Incorporation.

C. 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.

D. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the United States Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) (b) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United

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States Internal Revenue Law) or (c) by a nonprofit corporation organized under the laws of the State of Florida Pursuant to the provisions of the Not For Profit Corporation Act.

Section 2. The primary purposes for which this corporation is formed is to conduct a community chorus and provide entertaining musical performances.

ARTICLE IV

Location

The principal place of business of this corporation is 2652 SE 20th Avenue, Cape Coral, Florida 33990.

ARTICLE V

Board of Directors

Section 1. The corporation shall be organized on a non-stock basis. There shall be active and supporting members as set forth in the Bylaws. The business affairs of this corporation shall be managed by the Board of Directors who shall have and exercise all the powers of the corporation permitted by federal law, state law, these Articles of Incorporation and the Bylaws of the corporation which from time to time may be amended or modified.

Section 2. This corporation shall have nine (9) Directors initially, who shall be elected annually. No Board member shall serve for more than three (3) consecutive one (1) year terms.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. The names and addresses of the persons who are to serve as the initial Board of Directors for the ensuing year, in accordance with Section 2 above, or until the first annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>	
Jim Reese	2652 SE 20th Ave, Cape Coral, FL 33904	- President
Georgie Siegel	1216 SW 12 Terrace, Cape Coral, FL 33991	- Vice President
Becky Hussong	1208 SW 49th Terrace, Cape Coral, FL 33914	- Treasurer
Ruth Scherb	131 SW 51st Terrace, Cape Coral, FL 33914	- Secretary

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ARTICLE VI
Subscribers/Founders

The names and addresses of the subscribers to these Articles are:

Georgia Siegel 1216 SW 12 Terrace, Cape Coral, FL 33991

Becky Hussong 1208 SW 49th Terrace, Cape Coral, FL 33914

ARTICLE VII
Officers

Section 1. The officers of the corporation shall be a President, a Vice-President, a Treasurer, a Secretary, and such other officers as may be provided in the Bylaws.

Section 2. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE VIII
Initial Registered Agent

The name and address of the initial registered agent of this corporation are as follows:

Jim Reese 2652 SE 20th Ave, Cape Coral, FL 33904 - President

ARTICLE IX
Bylaws

Section 1. The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE X
Amendments

Section 1. These Articles of Incorporation may be amended at a special

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meeting of the Board of Directors called for that purpose, by a four fifths vote of the Directors then in office.

Section 2. Amendments to these Articles of Incorporation may also be made at a regular meeting of the Board of Directors upon notice given as provided by the Bylaws, of intention to submit such amendments by a four fifths vote of the Directors then in office.

ARTICLE XI

Meetings

Section 1. The annual meeting of the election of the members of the Board of Directors shall be held as may be provided in the Bylaws.

Section 2. The corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

ARTICLE XII

Distribution of Assets Upon Dissolution

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Code (or corresponding section of any future 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 so disposed of shall be disposed 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.

IN WITNESS WHEREOF, we, the undersigned subscribed incorporators, have hereunto set our hand and seals this July 9, 2003, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida.

George Siegel
GEORGIE SIEGEL

1216 SW 12th St. Cape Coral, Fla

Becky Hussong
BECKY HUSSONG

1208 NW 49th Ave. Cape Coral, Fla

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent under Section 607.0505 of the Florida Statutes.


JIM REESE
2652 SE 20th Avenue
Cape Coral, Florida 3304

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