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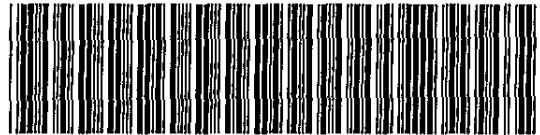
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05 APR 15 PM 4:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

B 4.20

**BAY AREA ARTS & MUSIC ORGANIZATION, INC.
1432 Dr. M L King Jr. Street North
St. Petersburg, Florida 33704**

April 13, 2005

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

Enclosed is an original and one copy of the Articles of Incorporation of BAY AREA ARTS & MUSIC ORGANIZATION, INC. and a check for \$70 filing fee.

Please contact our accountant, Michael Dean (727-644-3235) or myself (727-418-6905) with any questions on the above matter.

Sincerely,

A handwritten signature in cursive script that reads "Laura Keane".

Laura Keane
Registered Agent

APPROVED
AND
FILED

BAY AREA ARTS & MUSIC ORGANIZATION, INC.

Nonprofit Corporation

ARTICLES OF INCORPORATION

05 APR 15 PM 4:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators to form a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE ONE - NAME: The name of the Corporation is Bay Area Arts & Music Organization, Inc.

ARTICLE TWO – PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation shall be:

1432 Dr. M. L. King Jr. Street North
St. Petersburg, Florida 33704

ARTICLE THREE - PURPOSE: The Corporation is organized exclusively for the charitable, educational, religious or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The Corporation is being formed as a nonprofit corporation to promote and expand the Tampa Bay area's diverse music, art and cultural offerings. The Corporation may also serve other nonprofit functions including art promotion and education activities in and outside of Florida.

ARTICLE FOUR – MANNER OF ELECTION: The initial Board of Directors is to be elected by the Incorporators. Additional Directors will be elected through a majority vote of the existing Directors.

ARTICLE FIVE – DISSOLUTION CLAUSE: Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities or the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the country 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.

ARTICLE SIX – INITIAL DIRECTORS AND OFFICERS

Lee Courtney
President
6206 South Foster Avenue
Tampa, Florida 33611

Tom White
Vice President
910 Skipper Road
Tampa, FL 33613

Jennifer Hollowell
Secretary
4612 East Navajo Avenue
Tampa, FL 33617

JoEllen Schilke
Public Relations Officer
532 – 1st Avenue North
St. Petersburg, Florida 33701

Laura Keane
Treasurer
1432 Dr. M. L. King Jr. Street North
St. Petersburg, FL 33704

ARTICLE SEVEN – INITIAL REGISTERED AGENT

The name of the initial registered agent is:

Laura Keane
1432 Dr. M. L. King Jr. Street North
St. Petersburg, FL 33704

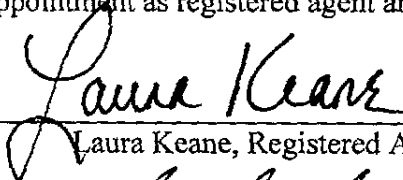
ARTICLE EIGHT - INCORPORATORS: The names and addresses of the Incorporators are:

Lee Courtney
6206 South Foster Avenue
Tampa, Florida 33611

Laura Keane
1432 Dr. M. L. King Jr. Street North
St. Petersburg, FL 33704

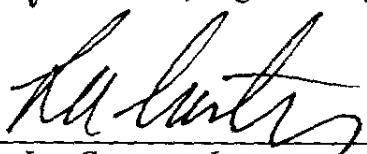
STATEMENT OF ACCEPTANCE OF APPOINTMENT BY DESIGNATED INITIAL REGISTERED AGENT:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Laura Keane, Registered Agent

13 April 2005
Date



Lee Courtney, Incorporator

4/13/05
Date