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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (305)672-0686

Fax Number : (305)672-9110

FFECTIVE DATE

FLORIDA NON-PROFIT CORPORATION

The South Florida Symphonic Pops Orchestra Inc.

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida not-for-profit corporation is: The South Florida Symphonic Pops Orchestra Inc. 10/31/05

Article II. Address

The mailing address of the Corporation is: The South Florida Symphonic Pops Orchestra Inc. 633 Briarwood Circle Hollywood FL 33024

Article III. Purpose

The general purpose of the business to be transacted by this corporation together with and in addition to the authority and powers conferred by the state of Florida is to establish a community orchestra for the purpose of providing a venue for musicians to perform music together and to provide music and concerts at affordable prices to the general public.

Article IV. Membership

All persons interested in the purposes of the Corporation are eligible for membership in the Corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Alvin Weinstein, Esq. Suite 1400 19 W. Flagler St. Miami FL 33130

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (561) 694-8107

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Article VI. Limitations

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(h). The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3) or by a corporation contributions to which are deductible under Code Section 170(c)(2).

If the Corporation is at any time deemed to be a private foundation within the meaning of Code Section 509(a), then for the period in which the Corporation is so deemed, the Corporation shall distribute its income for each tax year at such time and in such manner as not to subject the Corporation to tax under Code Section 4942, and the Corporation shall not engage in any act of self dealing as defined in Code Section 4941(d), retain any excess business holdings as defined in Code Section 4943(c), make any investments as to subject the Corporation to tax under Code Section 4944 or make any taxable expenditures as defined in Code Section 4945(d).

Article VII. Board of Directors

The manner in which the Directors are to be elected or appointed is stated in the bylaws.

Article VIII. Incorporator

The name and address of the incorporator is: Corporate Creations International Inc.

941 Fourth Street Miami Beach FL 33139

Article IX. Dissolution

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed to a not-for-profit corporation, trust, community fund or foundation that has established its tax exempt status under Code Section 501(c)(3).

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Article X. Corporate Existence

The corporate existence of the Corporation shall begin effective as of October 31, 2005.

The authorized representative of the incorporator executed these Articles of Incorporation on

November 1, 2005.

CORPORATE CREATIONS INTERNATIONAL INC.

Jessica Vella Vice President by N. Pasquier as attorney-in-fact

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (561) 694-8107

FILED SECRETARY OF STATE TALLAMASSEL FLORIDA

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

The South Florida Symphonic Pops Orchestra Inc.

REGISTERED AGENT/OFFICE:

Alvin Weinstein, Esq. Suite 1400 19 W. Flagler St. Miami FL 33130

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ALVIN WEINSTEIN, BSD. by N. Pasquier as attorney-in-fact

Date: November 1, 2005

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (561) 694-8107