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TALLAHASSEE, FLORIDA
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07 MAY -1 AM 9:25
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TALLAHASSEE, FLORIDA

6/14
2007
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2007



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 4, 2007

CARMEN S ROMERO-TEJEDA
CST BUSINESS & FINANCIAL SERVICES
10350 W MCNAB ROAD
TAMARAC, FL 33321

SUBJECT: INSTITUTE OF SALSA & JAZ DEVELOPMENT INC
Ref. Number: W07000021603

We have received your document for INSTITUTE OF SALSA & JAZ DEVELOPMENT 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 617.0202(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.

Non profit articles cannot have shares please remove from your articles.,

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) 245-6955.

Suzanne Hawkes
Document Specialist
New Filing Section

Letter Number: 707A00031446

April 28, 2007

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: The Institute of Salsa & Jazz Development Inc.

To Whom It May Concern:

The enclosed Articles of Incorporation and applicable fees are submitted to file and register the same as a "Corporation Not for Profit" in accordance with s.617.0202 F.S.

Please return all correspondence concerning this matter to:

Carmen S. Romero-Tejeda
CST Business & Financial Services
10350 W. McNab Road
Tamarac, FL 33321

The enclosed check for \$87.50 represents the filing fees for the Nonprofit Corporation's Articles of Incorporation and the issuance of a certified copy and certificate of status.

For further information concerning this matter, please contact me, the undersigned at (954) 323-8224.

Sincerely,



Carmen S. Romero-Tejeda

May 15, 2007

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: The Institute of Salsa & Jazz Development Inc.

To Whom It May Concern:

The enclosed Articles of Incorporation are resubmitted to file and register the same as a "Corporation Not for Profit" in accordance with s.617.0202 F.S.

Please return all correspondence concerning this matter to:

Carmen S. Romero-Tejeda
CST Business & Financial Services
10350 W. McNab Road
Tamarac, FL 33321

For further information concerning this matter, please contact me, the undersigned at (954) 323-8224.

Sincerely,

A handwritten signature in cursive script, reading "Carmen S. Romero-Tejeda".

Carmen S. Romero-Tejeda

**ARTICLES OF INCORPORATION
OF THE
INSTITUTE OF SALSA & JAZZ DEVELOPMENT INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation shall be **Institute of Salsa & Jazz Development Inc** and shall be of perpetual duration.

ARTICLE II

The principal place of business and mailing address of the corporation shall be 10350 W. McNab Road, Tamarac, FL 33321.

ARTICLE III

The name and address in the State of Florida of this nonprofit corporation's initial agent for service of process is:

CST BUSINESS & FINANCIAL SERVICES
10350 W. McNAB ROAD
TAMARAC, FL 33321

ARTICLE IV

The corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the State of Florida Corporation Not-for-Profit Law (Chapter 617, F.S.). It shall be nonprofit and nonpartisan; organized exclusively for the charitable and educational purposes within the meaning of Code Sec. 501(c) (3), as amended.

ARTICLE V

The specific purposes for which this corporation is formed are as follows:

1. To research and document images, events and activities of Latin and Jazz musicians for archival purposes;
2. To assist city municipalities in increasing downtown patronage of businesses by creating venue development events that showcase Latin and jazz music;
3. To create a system of civic celebrations and proclamation./award ceremonies that focuses on the musical contributions of Latin and Jazz musicians;
4. To create mass media multi-lingual campaigns that educates the local and national community on the Spanish Speaking countries contributions to the Afro-Cuban , Latin, and Jazz music idioms;
5. To assist local and national Latin and Jazz musicians develop portfolios and employment opportunities.

ARTICLE VI

The property of this corporation is irrevocably dedicated to the purposes set forth above and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any 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 Article IV hereof to the extent permitted by applicable law.

ARTICLE VII

Any other provision of the law notwithstanding, during any period or periods that this corporation is deemed to be a "private foundation" as defined under the Internal Revenue Code, as amended, this corporation shall do the following:

- (a) Distribution of Income. The corporation shall distribute such of its income (and principal, if necessary) for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code Sec. 4942, or corresponding provisions of any subsequent federal tax law.
- (b) Self-Dealing. The corporation shall not engage in any act of self-dealing as defined in Code Sec. 4941(d), or corresponding provisions of any subsequent federal tax law.
- (c) Excess Business Holdings. The corporation shall not retain any excess business holdings as defined in Code Sec. 4943(c), or corresponding provisions of any subsequent federal tax law.
- (d) Investments Jeopardizing Charitable Purpose. The corporation shall not make any investments in such manner as to subject it to tax under Code Section 4944, or corresponding provisions of any subsequent federal tax law.
- (e) Taxable Expenditures. The corporation shall not make any taxable expenditures as defined in Code Sec. 4945(d), or corresponding provisions of any subsequent federal tax law.

ARTICLE VIII

Upon the dissolution or winding up of the corporation, its assets remaining after payment of, or provisions for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for public or charitable purposes and that has established its tax-exempt status under Code Sec. 501 (c) (3), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by any proper court having jurisdiction over the matter, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall this corporation participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office, and any advocacy of a particular position or viewpoint must present a sufficiently full and fair exposition of the pertinent facts to permit an individual or the public to form an independent opinion or conclusion.

ARTICLE X

This Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Code Sec. 501(c) (3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal code.

Notwithstanding any other provision of these Articles of Corporation, the corporation shall not, except to an insubstantial degree, carry on or engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation or not permitted to be carried on or exercised (a) by a corporation exempt from federal income tax under Code Sec. 501(c) (3), as amended, or (b) by a corporation to which contributions to which are deductible under Code Sec. 170(c)(2) of the Internal Revenue Code or corresponding provision of any future United States Internal Revenue law.

ARTICLE XI

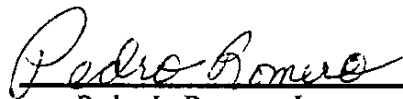
The initial directors of the not for profit corporation shall be elected by the incorporators/founders of the corporation. Not fewer than three and not more than twenty directors shall be elected as members of the Board of Directors. The Directors need not be residents of the State of Florida.

During the last quarterly meeting of each fiscal year, called in accordance with the provisions of the not for profit corporation bylaws, the board of directors shall hold an election for the replacement of the Directors. New directors, other than the initial directors, shall be elected by resolution adopted by a majority of the directors then in office.

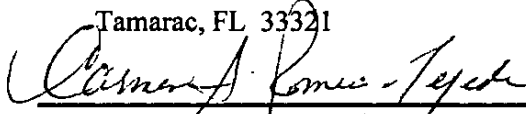
ARTICLE XII

The existence of this not for profit corporation will begin effective May 1, 2007.

IN WITNESS WHEREOF, the undersigners have made and subscribed these Articles of Incorporation at Tamarac, Florida this 28th day of April, 2007.



Pedro L. Romero, Incorporator
10350 W. McNab Road
Tamarac, FL 33321



Carmen S. Romero-Tejeda, Incorporator
10350 W. McNab Road
Tamarac, FL 33321

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/OFFICE

NONPROFIT CORPORATION:

INSTITUTE OF SALSA & JAZZ DEVELOPMENT INC

REGISTERED AGENT/OFFICE:

CST BUSINESS & FINANCIAL SERVICES
10350 W. McNAB ROAD, BLDG C
McNAB BUSINESS PARK
TAMARAC, FL 33321

CST Business & Financial Services agree to act as registered agent and to accept service of process for the nonprofit 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 position of Registered Agent under section 608.4155, Florida Statutes and other applicable Florida Statutes.

CST BUSINESS & FINANCIAL SERVICES

By: 

Carmen S. Romero-Tejeda, Owner

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TALLAHASSEE, FLORIDA