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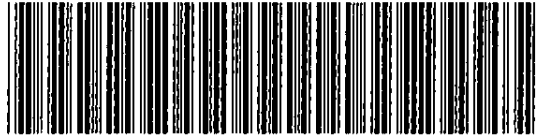
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SLOTT, BARKER & NUSSBAUM

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

334 EAST DUVAL STREET
JACKSONVILLE, FLORIDA 32202
TELEPHONE (904) 353-0033
TELECOPIER (904) 355-4148

December 1, 2008

ARNOLD H. SLOTT, P.A.*
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E-mail: hollynf@bellsouth.net

* CERTIFIED CIRCUIT CIVIL MEDIATOR
** BOARD CERTIFIED REAL ESTATE LAWYER

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

Re: The Friends of the Jacksonville Symphony, Inc.
Our File No.: 08-0375-EMB

Ladies and Gentlemen:

An original and one copy of the Articles of Incorporation and an original Certificate Designating Registered Agent, are enclosed for filing, together with a check in the amount of \$78.75. Please send us a certified copy of the Articles to us at the above address. The check has been allocated as follows:

Filing fee	\$ 35.00
Registered Agent	
Designation	35.00
Certified copy of Articles	<u>8.75</u>
Total	\$ 78.75

Thank you for your assistance. If there are any questions concerning the proposed company name or otherwise, please call me at the telephone number listed above.

Sincerely,



Jill C. McPherson,
Legal Assistant to Earl M. Barker, Jr.

/jcm
Enclosures

**ARTICLES OF INCORPORATION
OF
THE FRIENDS OF THE JACKSONVILLE SYMPHONY, INC.**

The undersigned subscriber hereby forms a Florida Not for Profit Corporation under Chapter 617, Florida Statutes, and establishes and files the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Florida Not for Profit Corporation is **The Friends of the Jacksonville Symphony, Inc.**

ARTICLE III. PURPOSE

The corporation is organized exclusively for charitable, religious, educational and scientific purposes, 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 tax code. The corporation shall not pursue any act or acts, purpose or purposes for its pecuniary profit, but such prohibition shall not limit the authority of the corporation to accumulate reasonable reserves for the accomplishment of its not for profit purposes. The corporation shall have and be authorized to exercise all powers from time to time granted by law to Florida corporations not for profit, subject however to the limitations elsewhere in these Articles expressed.

ARTICLE IV. CORPORATE ADDRESSES

The principal office and mailing address of the corporation is **334 East Duval Street, Jacksonville, Florida 32202**, at the time of execution of these Articles.

ARTICLE V. CORPORATE DIRECTORS

The initial directors of the corporation and their addresses are as follows:

Earl M. Barker, Jr.

334 East Duval Street
Jacksonville, Florida 32202

Carolyn S. Zisser

302 Third Street, Suite 6
Neptune Beach, Florida 32266

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Jean C. Coker	6622 Southpoint Dr. S., Suite 160 Jacksonville, Florida 32216
Kevin J. Chase	4587 Glen Kernan Parkway East Jacksonville, Florida 32224
Edith Moore-Hubert	2658 Dahlonaga Drive Jacksonville, Florida 32224
Susan E. Pardue	1328 Inwood Terrace Jacksonville, Florida 32207
Brian S. Osborne	5375 Ortega Farms Blvd. #314 Jacksonville, Florida 32210

The number of and method for electing or appointing directors shall be set forth in the bylaws of the corporation.

ARTICLE VI. MEMBERSHIP

The corporation shall constitute a Florida not for corporation **without members**.

ARTICLE VII. RIGHTS OF MEMBERS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, trustees, 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 of the corporation as set forth in these Articles. 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 or in opposition to any candidate for public office. 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 tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) be a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII. DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal 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 of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX. REGISTERED OFFICE AND AGENT

The street address of this nonprofit corporation's initial registered office is **334 East Duval Street, Jacksonville, Florida 32202** and the name of its initial registered agent at such address is **Earl M. Barker, Jr.**

ARTICLE X. AMENDMENTS

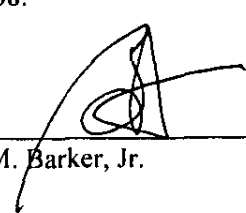
These Articles of Incorporation may be amended only upon recommendation of a majority of the Board of Directors and the affirmative vote of not less than two-thirds of the members of the corporation attending a meeting of Members, notice of which shall have been given in accordance with the By-Laws not less than twenty (20) days in advance of the same.

ARTICLE XI. INCORPORATOR

The name and address of the incorporator is:

Earl M. Barker, Jr.
334 East Duval Street
Jacksonville, Florida 32202

DATED at Jacksonville, Florida, November 30, 2008.



Earl M. Barker, Jr.

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 30th day of November, 2008, by Earl M. Barker, Jr., who is personally known to me and who did not take an oath.

Jill C. Smith
Notary Public, State of Florida at Large



Jill C. Smith
Commission # DD444037
Expires June 23, 2009
Bonded Troy Fair Insurance Inc. 800-385-7019

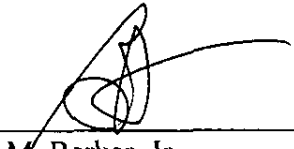
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

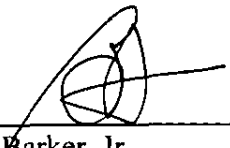
First, that The Friends of the Jacksonville Symphony, Inc., a Florida not for profit corporation, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 334 East Duval Street, Jacksonville, Florida 32202, has named Earl M. Barker, Jr., located at 334 East Duval Street, Jacksonville, Florida 32202, as its agent to accept service of process within Florida.

THE FRIENDS OF THE JACKSONVILLE
SYMPHONY, INC., a Florida not for profit
corporation

By: _____


Earl M. Barker, Jr.
Its Incorporator

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Earl M. Barker, Jr.
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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