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**Effective Date**

12-20-08

08 DEC 17 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
FILED

W08-56049

B. McKnight DEC 30 2008

COVER LETTER

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

SUBJECT: KOSS MUSIC AND CULTURAL ARTS INSTITUTE INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: GREGORY E. KOS  
Name (Printed or typed)

25321 GREGORY DR -  
Address

LAND O LAKE FL 34639  
City, State & Zip

813-973-1414  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 18, 2008

GREGORY E KOS  
25321 GEDDY DR  
LAND O LAKE, FL 34639

SUBJECT: KOSS MUSIC AND CULTURAL ARTS INSTITUTE, INC.  
Ref. Number: W08000056049

We have received your document for KOSS MUSIC AND CULTURAL ARTS INSTITUTE, 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):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

Please return the corrected 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) 245-6931.

Becky McKnight  
Regulatory Specialist II  
New Filing Section

Letter Number: 408A00060900

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
ARTICLES  
FILED

# ARTICLES OF INCORPORATION

## Koss Music and Cultural Arts Institute, Inc.

The undersigned incorporators are individuals 18 years of age or older and adopt the following articles of incorporation to form a nonprofit corporation pursuant to Chapter 617, Florida Statutes (F.S.).

### ARTICLE I: NAME

The name of the corporation is **Koss Music and Cultural Arts Institute, Inc.**

Effective Date

### ARTICLE II: REGISTERED OFFICE ADDRESS

12-20-08

The place in Florida where the principal business office and mailing address of **Koss Music and Cultural Arts Institute, Inc.** is located at **25321 Geddy Drive, Land 'O Lakes, Florida 34639.**

### ARTICLE III: PURPOSE

**Koss Music and Cultural Arts Institute, Inc.** is organized exclusively for charitable, cultural, spiritual, educational, scientific, and literary purposes as specified in Section 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 tax code.

The purpose of **Koss Music and Cultural Arts Institute, Inc.** is to provide support in the areas of music and cultural arts education, culture, humanities, and social services:

- to support and further the enjoyment and understanding of all kinds of music and cultural arts
- to provide music and cultural arts education and continuing education
- to provide training of artists, performers, composers, and writers
- to provide music training to disadvantaged children, adults, the handicapped and disabled, and seniors for whom access and participation might otherwise be limited
- to offer services to students, artists, performers, composers, and the community
- to provide consultation, counseling and therapy, and rehabilitation – Holistic Health, Personal Health, Physical Fitness, Mental Health, Music and other Alternative Rehabilitative Therapies
- to support and further science in the areas of acoustics, physics, and the making of instruments
- to support and provide the media and communications in artistic and cultural events and programming endeavors
- to encourage and support job development and training in the arts
- to support and/or provide housing needs while participating in residence

- to support leisure enrichment, recreation and camps in music and cultural arts medias, and educational travel

#### **ARTICLE IV: EXEMPTION REQUIREMENTS**

At all times the following shall operate as conditions restricting the operations and activities of the **Koss Music and Cultural Arts Institute, Inc.:**

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

#### **ARTICLE V: MANNER OF APPOINTMENT AND BOARD OF DIRECTORS**

The number of the members of the Board of Directors shall be determined pursuant to law, by resolution of the organizers entitled to vote, but shall be not less than three (3) members. The election of the directors will be made at a special meeting called for that purpose.

Directors shall hold office until the expiration of the term for which they were elected and shall continue in office until their respective successors shall have been duly elected and qualified, or removed as provided in the bylaws.

The only anticipated members will be the Board of Directors at this time; but if and/or when that time arrives, they will be added by an amendment to the bylaws:

Members of the initial board of directors shall serve until the fourth annual meeting, at which their successors will be duly elected and qualified as provided in the bylaws.

The number of directors constituting the initial board of directors is **three (3)**; their names and addresses are as follows:

**Gregory E. Koss, President, 25321 Geddy Drive, Land 'O Lakes, Florida 34639**  
**Nelson Zambito, Vice-President, 18015 Sant Angelo Drive, Lutz, Florida 33558**  
**Karen S. Figy, Secretary and Treasurer, 25349 Geddy Drive, Land 'O Lakes, Florida 34639**

Directors of the initial board of directors shall hold office until the expiration of their term for which they were elected and shall continue in office until their respective successors have been duly elected and qualified, or removed as provided in the bylaws.

#### **ARTICLE VI: DURATION/DISSOLUTION**


The duration of **Koss Music and Cultural Arts Institute, Inc.**, shall be perpetual until dissolution. Upon the dissolution of the organization, assets of the corporation shall be distributed for one or exempt purposes to a similar non-profit organization within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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.


#### **ARTICLE VII: EFFECTIVE DATE**

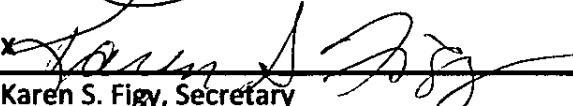
The effective date of the Articles of Incorporation will be December 20, 2008.

#### **ARTICLE VII: NAME AND FLORIDA ADDRESS OF THE INITIAL REGISTERED AGENTS AND INCORPORATORS**

In witness whereof, we the undersigned, have hereunto subscribed our names for the purpose of forming **Koss Music and Cultural Arts Institute, Inc.**, under the laws of the State of Florida and certify that we executed these Articles of Incorporation this date December 20, 2008

x  12/13/08  
Gregory E. Koss, President Date

x  12/13/08  
Nelson Zambito, Vice President Date

x  12/13/08  
Karen S. Figy, Secretary Date

x  12/13/08  
Karen S. Figy, Treasurer Date

**SANDRA L. KOS**  
Notary Public, State of Florida  
My Comm. Expires June 26, 2010  
No. DD568627



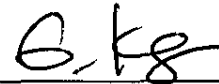
# REGISTERED AGENT

Dec. 23, 2008

To whom it may concern,

I, Gregory E. Kos , am familiar with and accept the duties and responsibilities of Registered Agent for Koss Music and Cultural Arts Institute .Inc.

Signature



Gregory E. Kos  
25321 Geddy Dr  
Land O Lakes,  
Florida 34639

APPROVED  
AND  
FILED

08 DEC 17 PM 3:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA