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# ROBERT J. REICHER

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Admitted in NY and CA

May 18, 2012

Mr. Justin Shivers Department of State Division of Corporations PO Box 6327 Tallahassee FL 32314

Re: Small World Symphony, Inc. Tracking Number: 300235086633

Dear Mr. Shivers:

Following our recent e-mail exchange, I am enclosing two (2) copies of a Certificate of Incorporation for Small World Symphony, Inc., a not-for-profit corporation. I am enclosing an ink original and a copy of the document.

Please contact me if anything further is required.

Many thanks for your assistance in this matter.

RJR/dgl Enc. dbert J. Reicher

#### **ARTICLES OF INCORPORATION**

In Compliance with Chapter 617, F.S., (Not for Profit)

#### <u>ARTICLE I NAME</u>

The name of the corporation shall be: Small World Symphony, Inc.

## **ARTICLE II PRINCIPAL OFFICE**

The principal street address and mailing address, if different is:

621 W. Dilido Drive Miami Beach, FL 33139

#### **ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Sponsoring musical projects for children of diverse backgrounds as a means of teaching tolerance and brotherhood through participation in the creation of music.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code of 1986, as amended (the "Code")] or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office. The Corporation shall have the authority to solicit funding from the general public. In furtherance of the foregoing purposes, the Corporation shall have the power, subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers as are now, or hereafter may be, conferred by law upon a corporation organized for the purposes herein set forth or necessary or incidental to the powers so conferred, or conductive to the furtherance thereof, subject to the further limitation and condition that, notwithstanding any other provision of this Certificate, the Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in Section 501(c)(3) of the Code, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code.

#### ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As provided in the By-Laws

# ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS List name(s), address(es) and specific title(s):

David Miskit – Director and President 610 W. Dilido Drive Miami Beach, FL 33139

Andrew Hirschl – Director, Secretary & Treasurer 1670 Micanopy Avenue Coconut Grove, FL 33133

Daniel Glass – Director, Vice President 770 Lexington Avenue New York, NY 10065

#### **ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

David Miskit 610 W. Dilido Drive Miamì Beach, FL 33139

#### **ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is: Robert J. Reicher, 630 9th Avenue, Ste. 802, New York, NY 10036

## **ARTICLE VIII ADDITIONAL PROVISIONS**

- A. In the event of the dissolution of the corporation all the assets of the corporation remaining after the payment of satisfaction of its liabilities shall be distributed to one or more organizations whose purposes are exclusively charitable, scientific, literary, and/or educational, and which organization or organizations shall qualify as exempt at such time under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue law).
- B. If at any time the corporation is determined to be other than an organization described in Section 509(a)(1), (2) or (3) of the Code, it shall, to the extent applicable, comply with Section 508 of the Code (or the corresponding provision of any future United States Internal Revenue law) insofar as such Section:

- (i) requires the Corporation to distribute such amounts for each taxable year allocable at such time and in such manner as not to subject the Corporation to tax on undistributed income under Section 4942 of the Code;
- (ii) prohibits the Corporation, its directors or members from engaging in any act of self—dealing which is subject to tax under Section 4941 of the Code;
- (iii) prohibits the Corporation from retaining any excess business holdings which are subject to tax under Section 4943 of the Code;
- (iv) prohibits the Corporation from making any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code;
- (v) prohibits the Corporation from making any taxable expenditures which are subject to tax under Section 4945 of the Code.

\*

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.

Signature/Registered Agent

Date

Signature/Incorporato/ Date

MACAMASSEE, FLOKIDA