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**FLORIDA PROFIT/NON PROFIT
CORPORATION
FLORIDA LAKES SYMPHONY ORCHESTRA
INC.**

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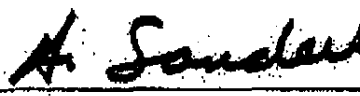
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CONSENT TO USE NAME

The undersigned is the same individual who has a Trademark (Document number T13000000710) and gives permission to file the Articles of Incorporation for Florida Lakes Symphony Orchestra, Inc.

Date: 28 AUG 2013


Audrey Sanders

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FLORIDA LAKES SYMPHONY ORCHESTRA, INC.
(A Corporation Not-for-Profit)

The undersigned natural person of legal age, acting as incorporator for the purpose of creating a corporation not-for-profit under the laws of the State of Florida as provided in Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I
Name and Address

The name and address of this corporation shall be: **FLORIDA LAKES SYMPHONY ORCHESTRA, INC., 1026 Nantucket Sound, Mount Dora, FL 32757.**

ARTICLE II
Duration

The corporation shall have perpetual existence.

ARTICLE III
Purposes

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE IV
Powers

This corporation shall have all powers granted by law to not-for-profit corporations subject to the following limitations and restrictions:

William H. Cauthen, Esquire
Cauthen & Feldman, P.A.
Attorneys at Law
215 North Joanna Avenue
Tavares, FL 32778
(352)343-2225
Florida Bar #133488
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- (a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 set forth in Article III hereof. 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 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 income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).
- (b) No member, director, officer, or private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of the residual assets of the corporation to one or more organizations which themselves qualify as exempt organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or to a Federal, State or local government for exclusive public purpose, as the Board of Directors shall determine.
- (c) The corporation shall not engage in any prohibited activity as defined in Florida Statute Section 617.0835, or as subsequently amended.

ARTICLE V Membership

The corporation shall have no capital stock, and shall be composed of Members rather than stockholders. The membership of the corporation shall consist of the individuals consisting of the Board of Directors hereinafter provided, and their successors in office.

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ARTICLE VI
Incorporator

The name and address of the original incorporator is: **AUDREY SANDERS, 1026 Nantucket Sound, Mount Dora, FL 32757.**

ARTICLE VII
Officers

The officers of the corporation shall consist of a President, Vice President, a Secretary and a Treasurer and such other officers and assistant officers as the Board of Directors shall provide for in the Bylaws of the corporation. The officers shall be elected by the Board of Directors at the annual meeting of the Board of Directors. Vacancies shall be filled by the Board of Directors at any regular or specially called meeting. The names and addresses of the first officers who shall manage the affairs of the corporation until their successors are elected or appointed and are duly qualified are:

President:	AUDREY SANDERS
Vice President:	KONSTANTIN DIMITROV
Secretary:	KONSTANTIN DIMITROV
Treasurer:	NICK JONES
Assistant Treasurer:	AUDREY SANDERS

ARTICLE VIII
Board of Directors

Control of the affairs of the corporation shall be vested in the Board of Directors consisting of not less than three (3) Directors, who shall be elected on an annual basis, but the term of office of any member of the Board of Directors may be for a period of more than one (1) year as provided in the Bylaws. The number of Directors may be increased or decreased, by unanimous vote of the Board of Directors, but shall never be less than three (3) Directors and not more than five (5) Directors. The initial Board of Directors shall be composed of three (3) Directors. The Board of Directors shall be elected by the Board of Directors at the annual meeting of the Board of Directors. Vacancies on the Board of Directors shall be filled by a unanimous vote of the remaining members of the Board. Any members of the Board of Directors elected by the Board of Directors to fill a vacancy shall hold office until the next annual meeting of the Board of Directors. The Board of Directors may be organized into one (1) or more separate categories of Directors as provided in the Bylaws. The names and addresses of the first members of the Board of Directors who shall serve until their successors are duly elected and qualified are:

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<u>Name</u>	<u>Address</u>
Audrey Sanders	1026 Nantucket Sound Mount Dora, FL 32757
Konstantin Dimitrov	1026 Nantucket Sound Mount Dora, FL 32757
Nick Jones	1026 Nantucket Sound Mount Dora, FL 32757

ARTICLE IX
Informal Action

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Directors, or any action which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

ARTICLE X
Amendment of Bylaws and Articles of Incorporation

The Bylaws and Articles of Incorporation may be amended or repealed by the Board of Directors by unanimous vote at any regular or special meeting of the Board of Directors. All proposed Amendments shall be submitted to each member of the Board of Directors at least ten days prior to the meeting date unless waived by all of the Directors.

ARTICLE XI
Registered Office and Agent

The registered office of the corporation shall be: **1026 Nantucket Sound, Mount Dora, FL 32757.**

The registered agent shall be: **AUDREY SANDERS.**

The registered office and registered agent provided for herein may be changed from

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time to time in the manner provided by law.

SECRETARY OF STATE
TALLAHASSEE, FLORIDAIN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth
of the facts herein stated, this 28 day of August 2013.
AUDREY SANDERSACCEPTANCEI hereby accept appointment as Registered Agent of FLORIDA LAKES SYMPHONY
ORCHESTRA, INC.Dated: August 28, 2013.
AUDREY SANDERS