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### FLORIDA PROFIT/NON PROFIT CORPORATION

### MIAMI MOZARTEUM ORCHESTRA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

#### ARTICLES OF INCORPORATION

OF

#### MIAMI MOZARTEUM ORCHESTRA, INC.

(A Florida Not-For-Profit Corporation)

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

Name

The name of the corporation shall be MIAMI MOZARTEUM ORCHESTRA, INC. (hereinafter called the "Corporation").

# ARTICLE II Principal Office and/or Mailing Address

The address of the principal office and/or mailing address of the Corporation is 8130 SW 205 St., Miami, Fl. 33189.

### <u>ARTICLE III</u>

Purpose

The Corporation is a not-for-profit corporation, organized for charitable purposes, which presents the highest standards of performance to enrich the community, through orchestral performance, chamber music concerts, and lectures which will be presented in an alternative venues such as concert halls, clubs, schools and community centers, breaking the barriers of the formal concert hall. The purpose of the Corporation shall however, be limited in all events to exempt purposes described in Section 501(c) (3) of the Internal Revenue Code of 1986. Furthermore the Corporation may engage in any activities permitted.

## ARTICLE IV Members

The members of this Corporation shall be:

Scott Flavin

8130 SW 205 ST. Mlami, Fl. 33189

Evlja Ozolins

5401 Collins Ave. Apt. # 334 Miami Beach, Fl. 33140

Alfredo Oliva Jr.

630 S Shore Dr.

Mieml Beach, Fl. 33141

14 JAN 27 PH 1:21

SECRETARY OF STATE DIVISION OF CORPORATIONS

# ARTICLE V Registered Office and Agent

The street address of the registered office of the Corporation is 8130 SW 205 St., Miami Florida 33189 and the name of the Corporation's registered agent is Scott Flevin.

#### ARTICLE VI Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three (3) directors. The number of directors may be increased or decreased from time to time, in accordance with the Bylaws of the Corporation, but shall never be less than three (3). The manner of election shall be regulated by the Bylaws. The names and address of the persons who shall serve as the initial directors of the Corporation are as follows:

Scott Flavin

8130 SW 205 St.

Mlami, Fl. 33189

Evija Ozolina

5401 Collins Ave. Apt. # 334

Miami Basch, Fl. 33140

Affredo Oliva Jr.

630 S Shore Dr.

Miaml Beach, Fl. 33141

ARTICLE VII

The name and address of the incorporator is

Scott Flavin 8130 SW 205 St. Miami, Fl. 33189

ARTICLE VIII
Dissolution

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and, which has established its tax exempt status under Section 501(c)(3) of the internal Revenue Code of 1986, as amended or corresponding provisions of any subsequent federal laws or an organization equivalent to an organization exempt under Section 501(c)(3) of the internal Revenue Code of 1986, which would qualify for exemption under Section 501(c)(3) of the internal Revenue Code of 1986.

## ARTICLE IX

No part of the net earnings of the Corporations shall inure to the benefit of, or be distributable to , its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of Section 501 of the Internal Revenue Code of 1986), and the Corporation shall not participate or intervene in (including the publishing or distributing 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 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 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).

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in the <u>8th</u> day of <u>January</u>, 2014.

Miami Mozarteum Orchestra, Inc.

Scott Flavir Director

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Miami Mozarteum Orchestra, inc.

Scott Flavin

SECRETARY OF STATE DIVISION OF CORPORATION