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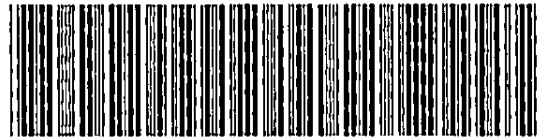
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SECTION OF
TALLAHASSEE

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K. Brumbley

MURPHY REID, L.L.P.

ATTORNEYS AT LAW

241 Bradley Place, Suite C
Palm Beach, Florida 33480
Tel. 561-655-4060 • Fax 561-832-5436

11300 U.S. Highway One, Suite 401
Palm Beach Gardens, Florida 33408
Tel. 561-355-8800 • Fax 561-832-5436

100 Vista Royale Boulevard
Vero Beach, Florida 32962
Tel. 772-567-6480 • Fax 772-562-0220

Please respond to Palm Beach Gardens office

mmakhoul@murphyreid.com

September 17, 2018

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301


RE: Music Angels Education Fund, Inc.
DOCUMENT NO.: W18000082055
Our File No.: 6769.000

Dear Sir/Madam:

Enclosed please find the revised original and one (1) copy of the Articles of Incorporation removing the work "Foundation" from the title. The status online appears as rejected due to the name. You are already in receipt of the \$78.75 filing fee and certified copy.

In addition, enclosed please find an envelope for your use in returning the certified copy to our office. Please file the articles and feel free to contact me if you should have any questions.

Very truly yours,



Mireille M. Makhoul
Florida Registered Paralegal

/MM
Enclosures

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SECTION 607
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
MUSIC ANGELS EDUCATION FUND, INC.**

Article I. Name. The name of the corporation shall be **MUSIC ANGELS EDUCATION FUND, INC.**

Article II. Principal Office. The principal place of business is 540 Reef Rd., Vero Beach FL 32963.

Article III. Purpose. The purpose or purposes for which the corporation is organized are:

A. To create, form and establish a charitable organization to promote, foster and educate children about music; to provide opportunities for talented children of diverse backgrounds to learn about music and to develop their talents for music; to promote further and support activities beneficial to children through grants, funding and financial assistance to various individuals, institutions and organizations; to aid, encourage, stimulate, foster and promote charitable and benevolent activities through grants, bequests, gifts or otherwise to individuals, groups, institutions and organization; to accept, hold, invent, reinvest and administer any gifts, bequests, devises, benefits of trusts (but not to act as trustee of any trust), and property of any sort without limitation as to amount or value and to use, disburse or donate the income or principal thereof exclusively for charitable purposes; to raise funds and solicit donations from interested individuals, charitable, educational and scientific organization and foundations, and other interested organizations and foundations, agencies, institutions, associations and corporations and to administer and expend such funds in furtherance of the corporate goals and purposes; to receive, establish and maintain a fund or funds of real or personal property, or both, and subject to any restrictions and limitations herein set forth, to use and apply the whole or any part of the income therefrom and principal thereof exclusively for charitable, scientific and benevolent purposes either directly or by funding programs or projects that promote the musical arts.

B. To receive and administer funds exclusively for charitable, scientific, religious, literary, or educational purposes within the meaning of Section 501(c)(3) of the Code and to that end to hold any property, or any undivided interest in property, without limitation as to amount or value. References to provisions of the "Code" in these Articles of Incorporation are references to the provisions of the United States Internal Revenue Code of 1986, as amended, and as it may hereafter be amended, as well as to corresponding provision of any future federal tax laws of the United States.

C. To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, trustees, directors, or officers.

Article IV. Qualify and Remain Exempt Under Section 501(c)(3).

A. It is the intention of MUSIC ANGELS EDUCATION FUND, INC., hereinafter referred to as the "FOUNDATION" at all times to qualify and remain qualified as exempt from tax under Section 501(c)(3) of the Code.

B. The FOUNDATION shall not be operated for profit, and no part of the net earnings of the FOUNDATION shall inure to the benefit of, or be distributable to, any member, trustee, director, or officer of the FOUNDATION, or any private individual (except that reasonable compensation may be paid for services rendered to the FOUNDATION and payments and distributions may be made in furtherance of the FOUNDATION's purposes), and no member, trustee, director, or officer of the FOUNDATION or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the FOUNDATION.

C. Except as may otherwise be permitted by the Code and the laws of the State of Florida, no substantial part of the activities of the FOUNDATION shall consist of carrying on propaganda, or otherwise attempting to influence legislation, or participation or intervention in (including publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Article V. Activities of Corporation.

A. Notwithstanding any other provision of these Articles of Incorporation, for any year during which the FOUNDATION may be a "private foundation" within the scope of Section 509 of the Code:

1. The FOUNDATION will distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.
2. The FOUNDATION will not engage in any act of self-dealing as defined in Section 4941(d) of the Code.
3. The FOUNDATION will not retain any excess business holdings as defined in Section 4943(c) of the Code.
4. The FOUNDATION will not make any investments in such manner as to subject it to tax under Section 4944 of the Code.

5. The FOUNDATION will not make any taxable expenditures as defined in Section 4945(d) of the Code.

B. Notwithstanding any other provision of these Articles of Incorporation, the FOUNDATION shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

Article VI. Directors. The number of the directors constituting the initial Board of Directors of the corporation is four (4), and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Linda Sposato	540 Reef Rd. Vero Beach, FL 32963
Cynthia Scheeler	50 Dayleview Rd Berwyn, PA 19312
Samuel Gagliano	242 Oak Hammock Cr. SW Vero Beach, FL 32962
Anush Avetisyan	817 Chapel St. Apt 3C New Haven, CT 06510

The directors shall be elected as provided in the By-Laws.

Article VII. Registered Agent. The name and Florida street address of the registered agent is: Frank T. Pilotte, Murphy Reid, LLP, 11300 U. S. Highway One, Suite 401, Palm Beach Gardens, FL 33408.

Article VIII. Non-stock basis. The corporation is organized under a non-stock basis.

Article IX. Dissolution. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Code or corresponding section of any prior or future law, or to the Federal, State or Local government exclusively for public purpose.


Article X. Incorporator. The name and address of the Incorporator is: Frank T. Pilotte, Esq. c/o Murphy Reid, LLP, 11300 U.S. Highway One, Suite 401, Palm Beach Gardens, FL 33408.

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.



Frank T. Pilotte, Registered Agent

9/17, 2018



Frank T. Pilotte, Incorporator

9/17, 2018