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Volta Music Foundation, Inc.

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ARTICLES OF INCORPORATION

OF

VOLTA MUSIC FOUNDATION, INC.

The undersigned, acting as incorporator under the Florida Not for Profit Act, Chapter 617 *et seq.* Florida Statutes, ("Act") hereby adopts and executes the following Articles of Incorporation.

ARTICLE I

Name and Principal Address

The name of this Corporation is Volta Music Foundation, Inc. ("Corporation") and its principal address shall be located at 2318 South Cypress Bend #125, Pompano Beach, Florida 33069.

ARTICLE II

Duration

The period of duration of the Corporation shall be perpetual and the Corporation shall become effective as reported by the Florida Secretary of State after filing of these Articles.

ARTICLE III

Purpose

The Corporation is organized to operate exclusively for charitable, scientific, religious and/or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code").

ARTICLE IV

Powers

This Corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and in furtherance of its purposes described in Article III which are consistent with the Act, Chapter 617, Florida Statutes, and Section 501(c)(3) of the Code.

Stuart A. Rader, Esquire
Florida Bar No. 352047
1800 NW Corporate Blvd., Suite 310
Boca Raton, Florida 33431

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ARTICLE V

Influence Legislation

No substantial part of the activities of this Corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI

Registered Office and Agent

The address of the initial registered office of this Corporation is 2318 South Cypress Bend #125, Pompano Beach, Florida 33069, and the name of its initial registered agent at such address is Yalyen Savignon.

ARTICLE VII

Board of Trustees

The management of this Corporation shall be vested in a Board of Trustees. The number of Trustees, and the method of selecting Trustees, shall be fixed by the Bylaws of this Corporation; provided, that the initial Trustees shall be three (3) in number and their names and addresses are:

Names	Addresses
Yalyen Savignon	2318 South Cypress Bend #125, Pompano Beach, Florida 33069
Rene H. Males	1155 Hillsboro Mile, #701, Hillsboro Beach, FL 33062
Emily S. Danson	23215 L'Ermitage Circle, Boca Raton, FL 33433

The initial Trustees shall serve until the first organizational meeting of the Board of Trustees and until their successors are appointed and qualified.

ARTICLE VIII

Bylaws

The Board of Trustees is authorized to make, alter, amend, or repeal the Bylaws of this Corporation.

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ARTICLE IX

Limitations

This Corporation shall have no capital stock and no part of the net earnings of this Corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, trustee, or other individual having a personal or private interest in the activities of the Corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(a) and 501(c)(3) of the Code, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expenses incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article III.

ARTICLE X

Transactions Involving Trustees

1. No contracts or other transactions between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any trustee of this Corporation is pecuniarily or otherwise interested in, or is a trustee, director, or officer of, such other Corporation.
2. Any director, individually, or any firm of which any trustee may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contracts or transactions of the Corporation; provided, that the fact that such director or such firm is so interested shall be disclosed to or shall have been known by the Board of Trustees or a majority thereof.

ARTICLE XI

Distributions upon Dissolution

Upon any dissolution of this Corporation under provisions of the laws of the State of Florida for not for profit Corporations, all of its assets remaining after payment of creditors shall be distributed to one or more organizations selected by the Board of Trustees which are qualified as exempt from taxation under the provisions of Sections 501(a) and 501(c)(3) of the Code, or any successor statutes, and which further the purposes set forth in Article III. In no event shall any of the Corporation's assets be distributed to the officers, directors, or Trustees of the Corporation.

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ARTICLE XII

Private Corporation

If this Corporation becomes a private Corporation within the meaning of Section 509 of the Code, as long as its private Corporation status continues, the following provisions shall apply in the management of its affairs:

1. Each year the Corporation shall distribute the income of the Corporation, for the purposes specified in Article III, at such time and in amounts at least sufficient to avoid liability for the tax imposed by Section 4942 of the Code;
2. The Corporation shall not engage in any act of "self-dealing" (as defined in Section 4941(d) of the Code) which would give rise to any liability for the tax imposed by Section 4941(a) of the Code;
3. The Corporation shall not sell, exchange, distribute, or otherwise dispose of any "excess business holdings" (as defined in Section 4945(c) of the Code) which would give rise to any liability for the tax imposed by Section 4943(a) of the Code;
4. The Corporation shall not make any investments which would jeopardize the carrying out of any of its exempt purposes (within the meaning of Section 4944 of the Code) and which would, therefore, give rise to any liability for the tax imposed by Section 4945(a) of the Code;
5. The Corporation shall not make any "taxable expenditures" (as defined in Section 4945(d) of the Code) which would give rise to any liability for the tax imposed by Section 4945(a) of the Code; and
6. The Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the Code and its Treasury Regulations as they now exist or as they may hereafter be amended and (ii) by an organization contributions to which are deductible under Section 170 of the Code and Treasury Regulations as they now exist or as may be hereafter amended.

ARTICLE XIII

Amendments

This Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of the directors present at a meeting of the Board of Directors.

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ARTICLE XIV

No Members

The Corporation shall have no members.

ARTICLE XV

Incorporator

The name and address of the incorporator is:

Yalyen Savignon

2318 South Cypress bend #125

Pompano Beach, Florida 33069

Dated: October 3rd, 2018.


YALYEN SAVIGNON, Incorporator

Acceptance of Designation of Registered Agent

The undersigned hereby accepts the appointment as the initial Registered Agent of the VOLTA MUSIC FOUNDATION, INC. as made in the foregoing Articles of Incorporation.


Yalyen Savignon

October 3rd, 2018

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