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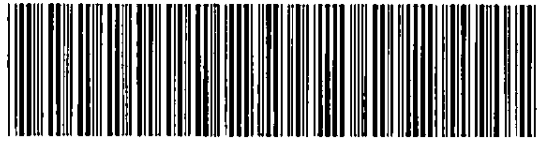
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JAN 10 2025  
FALLS CHURCH, VA

2025 JAN 10 PM 6:12

FILED



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 13, 2024

CHRISTOPHER SKENE  
3311 REMINGTON RUN  
TALLAHASSEE, FL 32312 US

*Reference  
Copy*

We have received your document for and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Statute 617.0803 reads a nonprofit corporation must have zero (0) directors or three (3) directors. Please amend the document to have either three directors or no directors. You may have officers without directors such as President, Vice President, etc.

If you have any further questions concerning your document, please call (850) 245-6052.

Tabitha J Howell  
Regulatory Specialist II  
New Filings Section

Letter Number: 224A00027131

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FBI

## Cover Letter

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Subject:** MusicLocal, Inc.

Enclosed is an original and one (1) copy of the amended Articles of Incorporation for MusicLocal, Inc. The Articles were amended to address the issue of number of Directors raised in Letter Number 224A00027131. The amended articles clarify that Christopher Skene and Louis Smith hold the title of Director in addition to their officer titles. Cathi Rogers' position as Director remains unmodified, for a total of three (3) Directors. There are no other modifications, except for updating the date of signature on the amended Articles of Incorporation.

Our records indicate that a check for \$87.50 (filing fee, certified copy, and certificate) was received and cashed by the Division of Corporations.

**From:**

Christopher Skene  
3311 Remington Run  
Tallahassee, FL 32312  
(850) 445-9551  
cnskene@gmail.com

2025 JAN 10 PM 6:12  
FEB 10 2025  
RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32314

# Articles of Incorporation of MusicLocal, Inc.

The undersigned, acting as the incorporator of a corporation under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

## Article I: Name

The name of the corporation shall be **MusicLocal, Inc.** (hereinafter referred to as the "Corporation").

## Article II: Principal Office

### Principal Street Address:

3311 Remington Run  
Tallahassee, FL 32312

### Mailing Address:

Same as above.

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## Article III: Purpose

This Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding section of any future federal tax code). Specifically, the Corporation's purposes are:

1. To support and foster local music communities by developing and providing free, publicly accessible platforms that promote live music events, thereby enhancing cultural appreciation and education among the general public.
2. To connect community members—including music enthusiasts, artists, and venues—through comprehensive and easily accessible listings of live music events, facilitating community engagement and cultural enrichment.

3. To promote the development and appreciation of local music scenes through outreach programs, educational initiatives, and collaborative efforts that benefit the public and advance the understanding of music as an art form.
4. To develop and advocate for humane technology practices that prioritize user well-being and community engagement over profit-driven models, contrasting with modern large social media platforms.
5. To educate the public about the principles of humane technology, including the ethical design of software that respects users' mental health, attention, and privacy, through the creation of educational materials, blogs, workshops, and other resources.
6. To engage in educational activities that raise awareness about the societal impacts of addictive, exploitative, and manipulative practices in the technology industry, promoting fair competition and innovation for the public benefit.
7. To bridge informational gaps in communities by providing reliable, comprehensive information about local music events and cultural activities, thereby supporting the flow of community news and fostering an informed public.
8. To collaborate with local organizations, educational institutions, and media outlets to promote cultural events and educational initiatives that benefit the community.

#### **Prohibited Activities:**

No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except as permitted under Section 501(h) of the Internal Revenue Code). The Corporation shall not participate or intervene in (including publishing or distributing statements) any political campaign on behalf of or in opposition to 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:

- By a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or
- By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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 these Articles.

## **Article IV: Board of Directors**

### **Section 1: General Powers**

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The affairs of the Corporation shall be managed by its Board of Directors. The Board shall have the power to govern the operations, property, and affairs of the Corporation in accordance with the purposes set forth in these Articles and the Bylaws.

## **Section 2: Number and Qualifications**

The Board of Directors shall consist of not less than three (3) directors. The number of directors may be increased or decreased by amendment to the Bylaws but shall never be less than three (3).

## **Section 3: Election and Terms of Directors**

Directors shall be elected by the affirmative vote of a majority of the directors present at a meeting at which a quorum is present, as specified in the Bylaws. Directors shall serve for a term of two (2) years and may be re-elected for subsequent terms. The terms of the directors shall be staggered to provide continuity, with approximately half of the directors being elected each year.

## **Section 4: Vacancies and Removal**

Any vacancy occurring on the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy shall serve for the remainder of the unexpired term. A director may be removed by a two-thirds (2/3) vote of the Board of Directors whenever, in its judgment, the best interests of the Corporation would be served.

# **Article V: Initial Officers and Directors**

## **Initial Board of Directors and Titles:**

1. **Christopher Skene, Director, President/Secretary**  
3311 Remington Run  
Tallahassee, FL 32312
2. **Louis Smith, Director, Treasurer**  
2090 Little River Lane  
Tallahassee, FL 32311
3. **Cathi Rodgers, Director**  
263 N Villas CT APT A  
Tallahassee, FL 32303

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TALLAHASSEE, FL

## **Article VI: Registered Agent**

The name and Florida street address of the initial Registered Agent is:

### **Registered Agent:**

Christopher Skene  
3311 Remington Run  
Tallahassee, FL 32312

## **Article VII: Incorporator**

The name and address of the Incorporator are:

### **Incorporator:**

Christopher Skene  
3311 Remington Run  
Tallahassee, FL 32312

## **Article VIII: Duration**

The Corporation shall have perpetual existence unless dissolved in accordance with law.

## **Article IX: Non-Membership Corporation**

The Corporation shall have no members.

## **Article X: Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the

county in which the principal office of the Corporation is then located, exclusively for such purposes.

### **Article XI: Limitation of Liability and Indemnification**

No director or officer of the Corporation shall be personally liable for any debts or obligations of the Corporation. The Corporation shall indemnify and hold harmless its directors, officers, employees, and agents to the fullest extent permitted by the Florida Not For Profit Corporation Act, as amended.

### **Article XII: Amendments**

These Articles of Incorporation may be amended or modified by a two-thirds (2/3) vote of the Board of Directors, provided that such amendment or modification is not inconsistent with the Corporation's tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and is permitted under the Florida Not For Profit Corporation Act.

### **Article XIII: Effective Date**

The effective date of incorporation shall be the date of filing with the Florida Department of State unless a delayed effective date is specified below. The delayed effective date cannot be more than five (5) days prior to or ninety (90) days after the date of filing.

**Effective Date:**

Date of Filing

### **Article XIV: Bylaws**

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. The Board of Directors shall have the power to alter, amend, or repeal the Bylaws, or adopt new Bylaws, by a two-thirds (2/3) vote at any regular or special meeting, provided that such changes are not inconsistent with these Articles of Incorporation or applicable law.

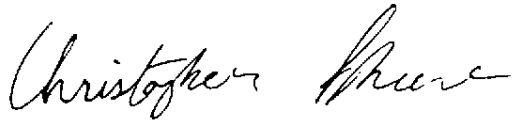
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**Signature of Incorporator:**

By signing below, I affirm that the facts stated in these Articles of Incorporation are true and correct. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided in Section 817.155, Florida Statutes.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation on this 26th day of December, 2024.



**Printed Name:**

Christopher Skene

**Date:**

Dec. 26, 2024

**Acceptance of Appointment by Registered Agent**

Having been named as the 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 of Registered Agent:**



**Printed Name:**

Christopher Skene

**Date:**

Dec. 26, 2024