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MEDIATION OFFICE
OF
Aaron A. Foosaner
ATTORNEY AT LAW

Certified in Circuit
Family and Probate Court

RECEIVED
DIVISION OF CORPORATION
96 OCT - 7 11:13:22
2552 S.W. Greenwich Way
Palm City, Florida 34990
Tel. 561-287-5377
Fax 561-287-5565

October 2, 1996

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Re: Music, Music, Music Concert, Corp.

To Whom It May Concern:

96000019674019
-10/08/96--01083--005
***122.50 ***122.50

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced proposed not-for-profit corporation which is being sent to your office for filing.

Also enclosed in a check from Ernest Berlin made payable to the Florida Secretary of State in the amount \$122.50 to cover the filing fee of \$35, cost of a certified copy in the amount of \$52.50 and the registered agent fee of \$35. After the Articles are officially filed with your office, please send the certified copy to the undersigned at the above address.

Sincerely,


Aaron A. Foosaner

**ARTICLES OF INCORPORATION OF
MUSIC, MUSIC, MUSIC CONCERT, CORP.
A FLORIDA CORPORATION NOT FOR PROFIT**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -7 PM 10:27

ARTICLE I

NAME

The name of this Corporation is MUSIC, MUSIC, MUSIC CONCERT, CORP.

2394 S.W. Foxpoint Way - Palm City, Florida 34990.

ARTICLE II

ENABLING LAW

This Corporation is organized pursuant to the Corporations Not For Profit law of the state of Florida set forth in Chapter 617 of the Florida Statutes.

ARTICLE III

PURPOSES

A. The purposes for which this Corporation is organized are exclusively charitable or educational within the meaning of Section 501(c)(3) of the Internal Revenue code of 1986, including the promotion and presentation of musical concerts and recitals of all character, persuasion and musical taste for the general public at a reasonable ticket price so as to make said concerts and recitals readily available to all persons regardless of financial means.

B. No dividends shall be paid, and no part of the income of the Corporation shall be distributed or inure to the benefit of any member, director or officer.

C. This Corporation shall have and exercise all rights and powers conferred upon Corporations under the laws of the State of Florida, provided, however, that this Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in Paragraph A of this Article.

D. Other provisions of these Articles of Incorporation notwithstanding, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a Corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law; or (b) a Corporation contributions to which are deductible under Section 150(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provisions of any future United States Internal Revenue Law or of any law of the State of Florida.

ARTICLE IV

TERM

This Corporation shall have a perpetual existence.

ARTICLE V

INCORPORATORS

The names and residences of the subscribers to these Articles of Incorporation are as follows:

Ernest Berlin, 2394 S.W. Foxpoint Way, Palm City, FL 34990;

Helen Berlin, 2394 S.W. Foxpoint Way, Palm City, FL 34990;

Aaron A. Foosaner, 2525 S.W. Greenwich Way, Palm City, FL 34990.

ARTICLE VI

MEMBERSHIP

The authorized number, qualifications, and manner of admission of members of this Corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the Bylaws of this Corporation.

ARTICLE VII

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The initial Board of Directors shall have three (3) members. The number of directors herein provided for may be changed by a Bylaw duly adopted by the members entitled to vote. The manner of election of the members of the Board of Directors shall be provided for and stated in the Bylaws.

The names and addresses of the persons constituting the first Board of Directors who are to act in that capacity until the selection of their successors are:

Ernest Berlin, 2394 S.W. Foxpoint Way, Palm City, FL 34990;

Helen Berlin, 2394 S.W. Foxpoint Way, Palm City, FL 34990;

Aaron A. Foosner, 2525 S.W. Greenwich Way, Palm City, FL 34990.

B. Elective Officers. The officers of this Corporation shall be a President, Vice President, Secretary, and Treasurer. Other offices and officers may be established or appointed by members of this Corporation at any regular annual meeting. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the Bylaws.

The officers who are to serve until the first meeting of the Board of Directors under the Articles of Incorporation are,

Ernest Berlin, President and Treasurer;

Helen Berlin, Secretary;

Aaron A. Foosner, Vice President.

C. Committees. The Standing Committees and all other Committees, as necessary, shall be set forth in the Bylaws, as well as their composition and responsibilities.

ARTICLE VIII

LOCATION OF REGISTERED OFFICE; IDENTIFICATION OF REGISTERED AGENT

A. The address of this Corporation's initial registered office in the State of Florida is 2394 S.W. Foxpoint Way, Palm City, Florida 34990.

B. The name of this Corporation's initial registered agent at the above address is Ernest Berlin.

ARTICLE IX

BYLAWS

Bylaws will be hereinafter adopted at the first meeting of the Board of Directors. Such Bylaws may be amended or repealed, in whole or in part, in the manner provided therein. Any amendments to the Bylaws shall be binding on all members of this Corporation.

ARTICLE X

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of Fifty (50) percent of a quorum of members of the Corporation.

ARTICLE XI

DISSOLUTION

In the event of dissolution, property of the Corporation shall be distributed as follows: to the Martin County Council for the Arts.

ARTICLE XII

DISSOLUTION

In the event of dissolution of this Corporation, property of the Corporation shall be distributed in such shares as the Board of Directors may in their sole discretion then determine to one or more organizations described in Sections 501(c)(3) and 170 (c)(2) of the Internal Revenue

Code of 1986, or the corresponding provisions of any subsequent federal tax laws, or to the Federal, State or Local government for exclusive public use.


ARTICLE XIII

COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation's existence shall commence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida.

The undersigned constituting the subscribers of this Corporation, for the purpose of forming this corporation Not For Profit under the laws of the State of Florida, have executed these Articles of Incorporation this 31st day of October, 1996.


ERNEST BERLIN


HELEN BERLIN


AARON A. FOOSANER

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned officer, personally appeared, ERNEST BERLIN, HELEN BERLIN and AARON A. FOOSANER, who being first duly sworn acknowledged to me that they are the persons described in and who executed the foregoing Articles of Incorporation and that they executed the same for the purposes therein expressed.

Witness my hand and seal this 3 day of October, 1996.

(NOTARY SEAL)



Mary J. Vasilas
Name MARY J. VASILAS
I am a Notary Public of the State of
Florida, and my commission number
is CC 527843, and my
commission expires: May 12, 2000

ACCEPTANCE OF REGISTERED AGENT

I having been named to accept service of process for the above-stated Corporation
MUSIC, MUSIC, MUSIC CONCERT, CORP., at the place designated in the foregoing Articles
of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the
provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 3rd day of October, 1996.

Ernest Berlin
ERNEST BERLIN

A-ARTICLES WPD