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February 13, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 16 AM 8:24

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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

RE: MAYA PLISETSKAYA AND RODION SHCHEDRIN FOUNDATION, INC.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is a check made payable to the Secretary of State in the amount of One Hundred Twenty-Two and 50/100 Dollars (\$122.50) for the following:

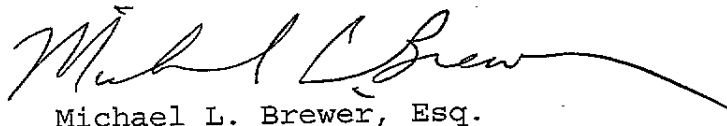
- | | |
|--|-----------------|
| 1. Filing Fee | \$ 35.00 |
| 2. Certificate of Registered Agent | \$ 35.00 |
| 3. Certified copy of Corporate Charter | <u>\$ 52.50</u> |

Total	\$122.50
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Upon filing the original, please certify the copy and return same to the undersigned in the envelope provided for your convenience.

Should you have any questions, please feel free to call.

Sincerely,


Michael L. Brewer, Esq.

MLB/mlv
Enclosures

RP
02-17-98

ARTICLES OF INCORPORATION

OF

MAYA PLISETSKAYA AND RODION SHCHEDRIN FOUNDATION, INC.

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The undersigned hereby file these Articles for the purpose of becoming a Corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges and immunities of a Corporation not-for-profit.

ARTICLE I

NAME

The name of this Corporation shall be MAYA PLISETSKAYA AND RODION SHCHEDRIN FOUNDATION, INC.

ARTICLE II

DURATION

This Corporation shall exist perpetually unless sooner terminated in accordance with Law; and the Corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE III

PURPOSE

The purposes for which MAYA PLISETSKAYA AND RODION SHCHEDRIN FOUNDATION, INC. is organized and shall be operated are exclusively to receive and administer funds for charitable, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue law, and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the

instrument under which such property is received, this Certificate of Incorporation, the Bylaws of the Corporation, or any laws applicable thereto. To do any other act or thing incidental to or connected with the foregoing purposes or an advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-For-Profit Corporation Law.

a. No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

b. The Corporation shall 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 Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

c. The Corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

d. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

e. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal

Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

f. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

g. Notwithstanding any other provision of this Certificate, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such code and regulations as they now exist or as they may hereafter be amended.

h. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE IV

POWERS

Notwithstanding any other provision of these Articles, this organization shall carry on only activities which are permitted to be carried on by an organization 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.

The Corporation shall engage in activities generally for the purpose of promoting advancement of the arts of dance and music. The projects in which the Corporation may engage, include, but are not limited to the following:

a. Establishing, conducting and/or financing an International Ballet Competition in St. Petersburg, Russia, which shall be named "Maya" and shall be conducted on a bi-annual basis

beginning in 1998.

b. Funding for a scholarship award in choreography to be granted in Maya's name for use of a student at the choreography school/academy at Bolshoi Theater. The Corporation shall transfer the funds to a qualified organization to choose the recipient and administer the award. The Scholarship shall be for the last two (2) years of study of a student and shall be payable in monthly installments to the individual who is ranked first in their class after two (2) years of study at the Bolshoi Theater.

c. Funding to a qualified organization which will grant a scholarship for a ballerina from anywhere in the world and provide for a six (6) month internship to attend the Bolshoi Ballet.

d. Funding to a qualified organization which will grant a scholarship for attendance at the school of Cholonis, located in Vilnius, Lithuania. This Scholarship shall pay for the last two (2) years of study to the person ranked first in the dance school class after the first two (2) years of study. The scholarship shall be payable in monthly installments to defray the student's expenses of study and costs of living.

e. Funding to a qualified organization which will grant a scholarship in the name of RODION SHCHEDRIN for attendance at the Moscow Conservatory. The Scholarship shall be payable in monthly installments to the individual who is rated first in their class after the first two (2) years of study and shall be payable for the second two (2) years of study at the conservatory.

f. Funding to a qualified organization which will hold a contest, the prize in the amount of Two Thousand (\$2,000.00) Dollars to be given to the winner of a "Best Composer's Debut" competition among Lithuanian composers. The Award shall be given in the name of RODION SHCHEDRIN.

g. A museum shall be established at the former home of MAYA PLISETSKAYA AND RODION SHCHEDRIN located in Trakai, Lithuania. The museum will be created under the Lithuanian Last Wills and Testament of MAYA PLISETSKAYA AND RODION SHCHEDRIN. The museum shall contain and preserve the archives of photographs, manuscripts

and other collectible personalty of MAYA PLISETSKAYA and RODION SHCHEDRIN. The Corporation shall assist in financing the maintenance, operation, upkeep, including heat, electric, phone service, housekeeper, gardener and such other personnel as the Museum's Directors shall determine appropriate or necessary.

h. The Corporation may fund the cost of constructing a facility for the storage and display of the archives at the museum described in paragraph g above. It is not required that the house at Trakai be used as the museum facility.

i. The Corporation may advance the expenses required to publish MAYA PLISETSKAYA's book in the English language and in the Spanish language. The Corporation may assist in the publication of more editions of the book in all currently existing languages and such other languages as the Corporation shall determine appropriate.

j. The Corporation may assist in the production of a movie based upon the life of MAYA PLISETSKAYA.

k. The Corporation may arrange for anniversary year events in the nature of a festival of MAYA PLISETSKAYA's repertoire of dance and a festival of RODION SHCHEDRIN'S musical compositions. The Corporation should limit these festivals to years which are important in number as anniversaries of the establishment of this Corporation.

l. The Corporation may assist in the construction of a new building, or renovation of the existing building, at the school of music in Moscow which bears RODION SHCHEDRIN'S name.

m. The Corporation may also assist the school financially by providing musical instruments and other equipment, and generally, may encourage and support the continued existence and operation of the school.

n. The Corporation may establish an international prize in the name "MAYA" for the best new choreographer based upon one of RODION SHCHEDRIN'S ballets. The prize should be at least Ten Thousand (\$10,000.00) Dollars, or more, and an attempt should be made to make the prize a very prestigious award. This project is

to be undertaken by the Corporation providing funding to a qualified organization when the Corporation is financially well endowed.

o. The Corporation should establish and administer the award of a medal for a rising young ballerina. The Corporation should also award a medal to a rising young male dancer.

p. The Corporation may establish an international prize to be awarded to a young ballerina.

q. The Corporation may establish a library of ballet.

r. The Corporation may fund, and cause to be published, a study of music of Russian Heritage from beginning to end. This should be a historical record of Russian heritage music.

ARTICLE V

DEDICATION

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 corresponding Section of any future Federal Tax 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 the Circuit Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes, or to such organizations, as said Court shall determine, which are organized and are operated exclusively for such purposes.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS, INITIAL REGISTERED

OFFICE AND AGENT

The principal place of business and general office of this Corporation shall be 500 Canal Street, New Smyrna Beach, Volusia County, Florida 32168, but the Corporation may maintain offices and transact business at such other places, either within or outside the State of Florida, and either within or outside the United States of America, as the Board of Directors may from time to time provide by resolution. The initial registered office of this

Corporation shall be 500 Canal Street, New Smyrna Beach, Florida.
The name of the initial registered agent of this Corporation is
Michael L. Brewer, whose street address is 500 Canal Street, New
Smyrna Beach, Florida 32168.

ARTICLE VII

INITIAL DIRECTORS

This Corporation initially shall have five (5) directors. The
directors shall be appointed by MAYA PLISETSKAYA AND RODION
SHCHEDRIN, during their lifetimes. Thereafter, the directors shall
be appointed by a majority vote of the then existing directors.
The number of directors may be increased or diminished from time
to time by MAYA PLISETSKAYA AND RODION SHCHEDRIN, but shall never
be less than three (3). There shall always be an odd number of
Directors. The directors shall serve for life, or until removal, or
their earlier resignation. The names and addresses of the initial
directors are:

<u>NAME</u>	<u>ADDRESS</u>
MAYA PLISETSKAYA	Theresien Str. 23 Munich Germany 80333
RODION SHCHEDRIN	Theresien Str. 23 Munich Germany 80333
MICHAEL L. BREWER	500 Canal Street New Smyrna Beach, FL 32168
VICTOR TCHELISTCHEFF	384 DeSoto Drive New Smyrna Beach, FL 32169
SUZANNE FETSCHER	72 Clubhouse Blvd New Smyrna Beach, FL 32168

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are
Victor Tchelistcheff, 384 DeSoto Drive, New Smyrna Beach, Florida
32169.

ARTICLE IX

MEMBERS

This Corporation shall have no members.

IN WITNESS WHEREOF, the undersigned subscribers and incorporators have executed these Articles of Incorporation on this 13th day of February, 1998.


VICTOR TCHELISTCHEFF, Subscriber

STATE OF FLORIDA


COUNTY OF VOLUSIA

Before me, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared VICTOR TCHELISTCHEFF, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 13th day of February, 1998.



Michelle L. VanLancker
MY COMMISSION # CC680661 EXPIRES
October 31, 2001
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC
My Commission Expires: 10/31/2001

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First -- MAYA PLISETSKAYA AND RODION SHCHEDRIN FOUNDATION,
INC., desiring to organize under the laws of the State of Florida,
with its principal office, as indicated in the Articles of
Incorporation at City of New Smyrna Beach, County of Volusia, State
of Florida, has named MICHAEL L. BREWER, located at 500 Canal
Street, City of New Smyrna Beach, County of Volusia, State of
Florida, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby agree to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

By: 

MICHAEL L. BREWER

Filing Fee \$40.00

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