

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 27, 1998

AL WHYARD, C.P.A.
C/O JANE HAYES ASSOCIATES, P.A.
1040 BAYVIEW DRIVE
FORT LAUDERDALE, FL 33304

SUBJECT: AMERICAN CONSERVATORY OF MUSIC LTD
Ref. Number: W98000024334

We have received your document for AMERICAN CONSERVATORY OF MUSIC LTD and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 398A00052712



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 2, 1998

AL WHYARD, C.P.A.
C/O JANE HAYES ASSOCIATES, P.A.
1040 BAYVIEW DRIVE
FORT LAUDERDALE, FL 33304

SUBJECT: AMERICAN CONSERVATORY OF MUSIC INC.
Ref. Number: W98000024334

We have received your document for AMERICAN CONSERVATORY OF MUSIC INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 498A00053452



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 10, 1998

AL WHYARD, C.P.A.
C/O JANE HAYES ASSOCIATES, P.A.
1040 BAYVIEW DRIVE
FORT LAUDERDALE, FL 33304

SUBJECT: AMERICAN CONSERVATORY OF MUSIC INC.
Ref. Number: W98000024334

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Dana Calloway
Document Specialist

Letter Number: 498A00053452

*Correct
7/12*

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

AMERICAN CONSERVATORY OF MUSIC INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

c/o JANE C. HAYES & ASSOCIATES, P.A., r. 522
1040 BAYVIEW DRIVE
FORT LAUDERDALE, FL 33304

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are):

[SEE ATTACHED]

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

SIMPLE MAJORITY OF MEMBERS IN SESSION OR BY PROXY.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Jane C. Hayes and Associates, P.A. Certified Public Accountants
1040 BAYVIEW DRIVE
FORT LAUDERDALE, FL. 33304

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

AL WHYARD, C.P.A.
JANE C. HAYES & ASSOCIATES, P.A. r. 522
1040 BAYVIEW DRIVE
FORT LAUDERDALE, FL 33304

Al Whyard
Signature/Incorporator

11-6-98
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Al Whyard, President
Signature/Registered Agent

11-6-98
Date

AMERICAN CONSERVATORY OF MUSIC LTD.

PURPOSES AND POWERS

To encourage appreciation of music; to encourage musical performance and the teaching of same; to sponsor or produce musical performances both live and in other media both now and hereafter known; to acquire, equip, and maintain by purchase, lease, or otherwise the necessary resources to support the activities necessary for pursuit of the aims and objects expressed herein.

The aims and objects of this corporation are nonprofit and nonbusiness. No pledge or distribution of assets of this corporation may be made until all debts are fully paid and then only upon its final dissolution and surrender of organization and name; nor shall any pledge of assets or dissolution of the corporation be made except by a voice vote of a majority of all the members with no proxy voting permitted.

This corporation will operate in perpetuity as a tax exempt corporation as defined in Ch. 501(c)(3) of the U.S. Revenue Code; upon liquidation and after payment of all obligations the remaining assets will be given to such other organization or organizations as may have similar aims and objects and which at such time enjoy status as tax exempt pursuant to Ch. 501(c)(3) of the U.S. Revenue Code or such subsequent superseding regulation as may at that time be in effect.