

FILING FEE; 15.00
BY: FRIENDS OF SUNSET SYMPHONY ASSOC.
415 SOUTH 6TH ST.
LAS VEGAS, NV 89101

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

NOV 22 1988

ARTICLES OF INCORPORATION

MADE AND DELIVERED AT THE OFFICE OF THE
SECRETARY OF STATE
Franklin D. Smith
9301-88

OF

FRIENDS OF SUNSET SYMPHONY ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, do hereby associate ourselves into a corporation under and pursuant to the provisions and by virtue of an Act of the Legislature of the State of Nevada, entitled "NONPROFIT CORPORATION FOR EDUCATIONAL, CHARITABLE AND ELEEMOSYNARY ACTIVITIES" (N.R.S. 81.290 to 81.340 inclusive) and we do hereby make and subscribe, acknowledge, certify and adopt the following Articles of Incorporation:

FIRST: The name of the corporation shall be FRIENDS OF SUNSET SYMPHONY ASSOCIATION

SECOND: The purposes for which this corporation is formed, the nature of the business to be transacted by it and the objects to be promoted, are:

- (1) To assist in implementing activities in support of the Sunset Symphony in cooperation with the orchestra manager.
- (2) To provide social activities for the Sunset Symphony.
- (3) To purchase new orchestra equipment for the Symphony.
- (4) To develop and administer programs to enhance and enrich Symphony members' musical experiences.

- (5) To document activities of the orchestra and raise funds for the activities of the orchestra.
- (6) To purchase, hold, sell, improve, lease or take leases upon real estate and real property; to mortgage and encumber the same and to direct, manage, care for and maintain buildings thereon, when necessary for the nonprofit purposes of the corporation.
- (7) To accept the transfer of securities and/or property by deed, bequest, assignment, bill of sale, or otherwise, and to hold them in its own name.
- (8) To sell, assign, transfer, mortgage, pledge, or hypothecate or otherwise dispose of, any of the securities, and/or property, real or personal, of the corporation, whenever necessary for the nonprofit purposes of the corporation.
- (9) To raise money by subscription and to grant any rights and privileges to members when necessary for the nonprofit purposes of the corporation.
- (10) To make and perform contracts of any kind and description in carrying on its business or for the purpose of furthering any of its objects and to do any and all things which a natural person might or could do, and which may hereafter be authorized by law, when necessary for the nonprofit purposes of the corporation.
- (11) In general, to have and exercise all powers conferred by the State of Nevada upon nonprofit corporations.
- (12) It is hereby expressly provided that the forgoing enumeration of special powers shall not be held to limit nor restrict in any manner such general powers.

THIRD: In the event that the organization shall cease to exist, for any reason, any and all securities, property, real or

personal, wherein the corporation may have any interest, legal or equitable, shall be transferred by its Trustees, prior to the termination thereof, to the Clark County School District for the benefit of the Sunset Symphony.

- FOURTH: The principal office or place of business of the corporation shall be located at 415 South 6th Street, Ste. 200, Las Vegas, Nevada 89101 (County of Clark).
- FIFTH: The corporation is to have perpetual existence.
- SIXTH: The corporation shall have no capital stock.
- SEVENTH: No property, income, nor interest, legal or equitable, of this corporation shall inure to the use or benefit of any individual, other than in the furtherance of the charitable purposes of this corporation as herein set forth.
- EIGHTH: The incorporating members of the Governing Board of the corporation shall be styled Trustees, and the number of such Trustees shall be three (3), whose names are hereto subscribed, and who shall serve for the first year of the existence of this corporation.
- NINTH: The rules for the government of the corporation and the conduct of its affairs shall be by By-laws duly adopted by the Association, which shall define, limit and prescribe the number of officers, their duties and powers, and the length of time they shall hold office; the method of election, the qualification for membership in the organization and the fees to be paid therefor; the terms and conditions of membership and the revocation and cancellation thereof.

TENTH: The voting powers of each regular member shall be equal; new regular members shall, upon admittance to membership, have all the rights and privileges of all other regular members.

ELEVENTH: It is the intention of this corporation to indemnify its trustees and/or officers, therefore, any expenses incurred by officers and/or trustees of this corporation and only in their capacity as officers and/or trustees of this corporation, in defending a civil or criminal action, suit or proceeding against this corporation, must be paid by the corporation as they are incurred and in advance of the final disposition of the action, suit or proceeding. This shall be as authorized by the Board of Trustees.

IN WITNESS WHEREOF we have made, signed, sealed and executed the foregoing Articles of Incorporation this 15th day of November, 1988.

Name Judy Polhamus
Judy Polhamus, 3020 Glendale, No. Las Vegas, Nevada 89030

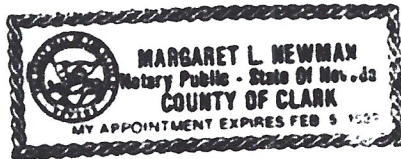
Name Susan Arebalo
Susan Arebalo, 1528 S. Duneville St., Las Vegas, Nv. 89102

Name Glenn Cooper
Glenn Cooper, 3813 El Jardin, Las Vegas, Nevada 89102

State of Nevada }

} ss:

County of Clark }



On this 15th day of November, 1988, personally appeared before me, a Notary Public in and for the County of Clark, State of Nevada, the individuals whose names have hereinabove been subscribed, all known to me, and to me known to be the persons described in and who executed the forgoing document, and they did acknowledge to me that they had executed the same freely and voluntarily and for the use and purposes therein mentioned, with full knowledge and understanding thereof.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in Clark County, Nevada, the day and year in this Certificate first above written.

Margaret L. Newman
Margaret L. Newman, Notary Public

(SEAL)