

ARTICLES OF INCORPORATION

KAMMERMUSIK WORKSHOPS

Approved and filed with the state of New Mexico
On the incorporation date of December 23 2003

ARTICLE I NAME

The name of the corporation shall be Kammermusik Workshops.

ARTICLE II DURATION

The duration of existence for Kammermusik Workshops is perpetual.

ARTICLE III PURPOSE

Kammermusik Workshops is organized exclusively for charitable purposes, specifically promoting amateur music, within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, Kammermusik Workshops shall provide adult amateur musicians opportunities for musical growth through chamber music workshops and master classes. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to these purposes.

ARTICLE IV REGISTERED AGENT

The registered agent and address for the registered office for Kammermusik Workshops is Debra Poulin, 43 Verano Loop, Santa Fe, New Mexico 87508.

ARTICLE V DIRECTORS

The initial Board of Directors shall consist of nine Directors. The names and addresses of the persons who are to serve as Directors until his or her successor is elected and qualifies are:

Debra Poulin, 43 Verano Loop, Santa Fe, New Mexico 87508
D. Keith Bowen , 30 Oakwood Grove, Warwick CV34 5TD, UK
David Lipton, 34 Cerrado Loop, Santa Fe, New Mexico 87508

Catie Moore, 34 Cerrado Loop, Santa Fe, New Mexico 87508
Marvin Belveal, 3126 Woodbury Rd., Shaker Heights, OH 44120
Catherine Allen, 143 McDonald Avenue, #3B, Brooklyn ,NY 11218
Patrick Berry, 2634 Via Caballero del Norte, Santa Fe, NM 87505
Robert Tillotson, 8900 Natalie, NE, Albuquerque, NM 87122
Joseph Fasel, 455 Bryce Ave., Los Alamos, NM 87544

The number of persons to serve on the Board of Directors thereafter shall be fixed by the Bylaws, but in no event shall be less than three persons.

ARTICLE VI MEMBERS

Kammermusik Workshops shall have a non-voting membership, and may have classes of membership as defined in the corporation's bylaws. The management and affairs of Kammermusik Workshops shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE VII DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VIII LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of Kammermusik Workshops:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, not to any Director or officer of the corporation, not to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation,

or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members], or guarantee to any person the payment of a loan by an officer or director of this corporation.

**ARTICLE IX
DISSOLUTION**

Upon the time of dissolution of Kammermusik Workshops, the Board of Directors shall use the corporation's assets to pay all debts, obligations, liabilities, costs and expenses of the corporation. The Board of Directors shall distribute any assets remaining after such payment for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or to federal, state or local government for a public purpose. For any such assets not disposed of in this manner, a Court of competent jurisdiction of the county in which the principal office of the corporation is then located shall distribute the remaining assets to an organization or organizations which are organized and operated exclusively for exempt or public purposes.

**ARTICLE X
INCORPORATOR**

The incorporator of Kammermusik Workshops is: Debra Poulin, 43 Verano Loop, Santa Fe, New Mexico 87508.

All powers, duties and responsibilities of the incorporator shall cease at the time of filing of these Articles of Incorporation to the New Mexico Public Regulation Commission.

Executed by:

Date:
