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FILED

In the office of the Secretary of State  
of the State of California

APR 25 1985

MARCH FONG EU, Secretary of State

By Carmelita Guy  
Deputy

ARTICLES OF INCORPORATION  
OF  
PROPHET WORLD BEAT PRODUCTIONS

I

The name of this corporation is PROPHET WORLD BEAT PRODUCTIONS.

II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

B. The specific purpose of this corporation is to promote the creative and performing arts and to provide education about different cultures throughout the world.

III

The name and address in the State of California of this corporation's initial agent for service of process is: Peter H. Karlen, 1295 Prospect Street, Suite C, La Jolla, California 92037.

IV

A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

V

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable or educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Dated: March 7, 1985

Connie Lee Jeung-Mills  
CONNIE LEE JEUNG-MILLS

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

Dated: March 7, 1985

Connie Lee Jeung-Mills  
CONNIE LEE JEUNG-MILLS