State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: $35.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Non-Profit Corporation
Articles of Incorporation

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is the Acoustic Initiative

ARTICLE II

The period of its duration is X Perpetual __

ARTICLE III

The specific purpose or purposes for which the corporation is organized are:

3.01 Purpose
The Acoustic Initiative is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.
The Acoustic Initiative's purpose:

Human Health and Education
Providing relief from poverty throughout Latin America:
1. Nutrition: Provide immediate nutrition for severe cases of malnutrition. Plant community organic gardens and fruit trees with resources and tools for maintenance.
2. Nutrition Education: Raise awareness about how food choices affect health to reduce obesity and malnutrition.
3. Access to clean water: Provide clean water filtration systems to people without access to potable water
4. Medicine for preventable disease: Provide access to sanitation, rehydration therapy, and supplemental nutrients for those suffering from preventable disease.
5. Disease prevention: Provide education, and mosquito nets to people living in at risk areas.
6. School education: Books for schools and children in need.
7. Opportunity: Bicycles for families in need of transportation - to access school or work.
8. Resources: Help align people living in extreme poverty with work and training opportunities.

Providing Sustainable Nutrition in the United States:
1. Plant local organic gardens in vulnerable areas with resources and tools for maintenance.

Women and Girls Outreach
To promote gender equality and empower women in the United States and Latin America: outreach events and ongoing workshops that build strength, courage, and knowledge as well as provide a safe social environment and the resources to further education and skills.

The program will make sure that the women and girls have: somewhere to speak up about abuse, a safe place to go if they are in a dangerous situation, reproductive health education and access to pregnancy prevention, equal access to education and opportunity, and the tools to make a better life for themselves.

Youth + Orphan Outreach
Outreach events that engage and empower vulnerable youth and orphans in the United States and Latin America to affect positive change in their own lives and the world around them. Through fun, nourishment and education we aim to bring joy, fight hunger, provide guidance, build confidence, strengthen abilities, and inspire these young lives to become the best version of themselves.

Animal Rescue
Rescue, spay and find loving homes for every stray dog in Latin America.
Change treatment of pets in Latin America: end abuse and promote animal welfare.

Ocean + Environment:
Educate and raise awareness about how we affect the environment individually and what we can do to reduce our environmental impact in the United States and Latin America.
Inspire everyone to recycle and mind their waste.
Help implement recycling throughout Latin America as well as raise environmental awareness to reduce pollution, runoff, open burning and illegal dumping.

To maximize our impact, we may seek to collaborate with other non-profit organizations which fall under the 501(c) (3) section of the internal revenue code and are operated exclusively for educational and charitable purposes by assisting them in raising awareness by utilizing social media channels to provide facts, statistics, and related data.

3.02 Public Benefit
The Acoustic Initiative is designated as a public benefit corporation.

ARTICLE IV

Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:

4.01 NON-PROFIT NATURE
THE ACOUSTIC INITIATIVE IS ORGANIZED EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL PURPOSES INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE. NO PART OF THE NET EARNINGS OF THE ACOUSTIC INITIATIVE SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, OFFICERS, OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH IN THE PURPOSE CLAUSE HEREOF.
NOTWITHSTANDING ANY OTHER PROVISION OF THIS DOCUMENT, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY ANY ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR (B) BY AN ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170 (C) (2) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE

FEDERAL TAX CODE.
THE ACOUSTIC INITIATIVE IS NOT ORGANIZED AND SHALL NOT BE OPERATED FOR THE PRIVATE GAIN OF ANY PERSON. THE PROPERTY OF THE CORPORATION IS IRREVOCABLY DEDICATED TO ITS EDUCATIONAL AND CHARITABLE PURPOSES. NO PART OF THE ASSETS, RECEIPTS, OR NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTED TO ANY INDIVIDUAL. THE CORPORATION MAY, HOWEVER, PAY REASONABLE COMPENSATION FOR SERVICES RENDERED, AND MAKE OTHER PAYMENTS AND DISTRIBUTIONS CONSISTENT WITH THESE ARTICLES.

4.02 PERSONAL LIABILITY

NO OFFICER OR DIRECTOR OF THIS CORPORATION SHALL BE PERSONALLY LIABLE FOR THE DEBTS OR OBLIGATIONS OF THE ACOUSTIC INITIATIVE OF ANY NATURE WHATSOEVER, NOR SHALL ANY OF THE PROPERTY OR ASSETS OF THE OFFICERS OR DIRECTORS BE SUBJECT TO THE PAYMENT OF THE DEBTS OR OBLIGATIONS OF THIS CORPORATION.

4.03 DISSOLUTION

UPON TERMINATION OR DISSOLUTION OF THE ACOUSTIC INITIATIVE, ANY ASSETS LAWFULLY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED TO ONE (1) OR MORE QUALIFYING ORGANIZATIONS DESCRIBED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986 (OR DESCRIBED IN ANY CORRESPONDING PROVISION OF ANY SUCCESSOR STATUTE) WHICH ORGANIZATION OR ORGANIZATIONS HAVE A CHARITABLE PURPOSE WHICH, AT LEAST GENERALLY, INCLUDES A PURPOSE SIMILAR TO THE TERMINATING OR DISSOLVING CORPORATION.
THE ORGANIZATION TO RECEIVE THE ASSETS OF THE ACOUSTIC INITIATIVE HEREUNDER SHALL BE SELECTED BY THE DISCRETION OF A MAJORITY OF THE MANAGING BODY OF THE ACOUSTIC INITIATIVE AND IF ITS MEMBERS CANNOT SO AGREE, THEN THE RECIPIENT ORGANIZATION SHALL BE SELECTED PURSUANT TO A VERIFIED PETITION IN EQUITY FILED IN A COURT OF PROPER JURISDICTION AGAINST THE ACOUSTIC INITIATIVE BY ONE (1) OR MORE OF ITS MANAGING BODY WHICH VERIFIED PETITION SHALL CONTAIN SUCH STATEMENTS AS REASONABLY INDICATE THE APPLICABILITY OF THIS SECTION. THE COURT UPON A FINDING THAT THIS SECTION IS APPLICABLE SHALL SELECT THE QUALIFYING ORGANIZATION OR ORGANIZATIONS TO RECEIVE THE ASSETS TO BE DISTRIBUTED, GIVING PREFERENCE IF PRACTICABLE TO ORGANIZATIONS LOCATED WITHIN THE STATE OF RHODE ISLAND.
IN THE EVENT THAT THE COURT SHALL FIND THAT THIS SECTION IS APPLICABLE BUT THAT THERE IS NO QUALIFYING ORGANIZATION KNOWN TO IT WHICH HAS A CHARITABLE PURPOSE, WHICH, AT LEAST GENERALLY, INCLUDES A PURPOSE SIMILAR TO THIS CORPORATION, THEN THE COURT SHALL DIRECT THE DISTRIBUTION OF ITS ASSETS LAWFULLY AVAILABLE FOR DISTRIBUTION TO THE TREASURER OF THE STATE OF RHODE ISLAND TO BE ADDED TO THE GENERAL FUND.

4.04 PROHIBITED DISTRIBUTIONS

NO PART OF THE NET EARNINGS, OR PROPERTIES OF THE ACOUSTIC INITIATIVE, ON DISSOLUTION OR OTHERWISE, SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS MEMBERS, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSON OR INDIVIDUAL, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH IN ARTICLE III, SECTION 3.01.

4.05 RESTRICTED ACTIVITIES

NO SUBSTANTIAL PART OF THE ACOUSTIC INITIATIVE'S ACTIVITIES SHALL BE THE

CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) IN ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE.

4.06 PROHIBITED ACTIVITIES

NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE ACOUSTIC INITIATIVE SHALL NOT CARRY ON ANY ACTIVITIES NOT PERMITTED TO BE CARRIED ON (I) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX AS AN ORGANIZATION DESCRIBED BY SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR (II) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE V

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 13 OCEAN AVE

City or Town: JAMESTOWN State: RI Zip: 02835

The name of its initial registered agent at such address is JAMIE CARROLL

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 3
and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	JAMIE CARROLL	13 OCEAN AVE JAMESTOWN, RI 02835 USA
DIRECTOR	DANIELLE CIMINERO	3306 S GRANADA SPRING VALLEY, CA 91977 USA
DIRECTOR	GARY LYNN	3306 S GRANADA SPRING VALLEY, CA 91977 USA

ARTICLE VII

The name and address of the incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	GARY LYNN	3306 S GRANADA SPRING VALLEY, CA 91977 USA

ARTICLE VIII

Date when corporate existence is to begin 07/11/2016

(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 11 Day of July, 2016 at 3:17:27 PM by the incorporator(s). *This electronic signature*

of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.

Enter signature(s) below.
GARY LYNN

Form No. 200
Revised 09/07

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State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

July 11, 2016 3:15 PM

Nellie M. Gorbea
Secretary of State

0-7732-0