I, EDMUND G. BROWN JR., Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

APR 23 1971

Edmund G. Brown Jr.
Secretary of State
ARTICLES OF INCORPORATION
OF
AUTOMATIC MUSICAL INSTRUMENT COLLECTORS' ASSOCIATION

FIRST: The name of this corporation is: AUTOMATIC MUSICAL INSTRUMENT COLLECTORS' ASSOCIATION.

SECOND: The purposes for which this corporation is formed, the specific and primary purpose for which it is formed being set forth in paragraph (1) below, are:

(1) To promote, encourage, foster and cultivate the preservation, ownership, restoration, repair, acquisition, distribution, operation and enjoyment of reproducing pianos, player pianos, and other instruments using perforated music rolls.

(2) To buy, sell, assemble, distribute and otherwise acquire, or to own, hold, use, sell, assign, transfer, exchange, lease, license or otherwise dispose of goods, wares, merchandise and all other personal property of every class and description.

(3) To purchase, acquire, own, hold, use, lease, rent, sublet, sell, exchange, subdivide, maintain, construct, operate and deal in real estate, improved or unimproved, and buildings of any kind or description, and any and all other property of every kind and description, real, personal or mixed, and any interest or right therein, including water and water rights, wheresoever situated, either in California, other states of the United States, the District of
Columbia, territories and possessions of the United States and
foreign countries.

(4) To enter into, make, perform and carry out contracts of
every kind for any lawful purpose without limit as to amount, with
any person, firm, association or corporation, municipality, county,
state, territory, government or other municipal or governmental
subdivision.

(5) To conduct and carry on, directly or indirectly, research,
development and promotional or experimental activities.

(6) To carry into effect any one or more of the objects and
purposes hereinabove set forth and to that end to do any one or
more of the acts and things aforesaid, and likewise any and all acts
and things aforesaid, and likewise any and all acts or things
necessary or incidental thereto; and, in conducting or carrying on
its activities, and for the purpose of promoting or furthering any
one or more of its said objects or purposes, to exercise any or all
of the powers hereinabove set forth in this Article, and any other
or additional power now or hereafter authorized by law, either alone
or in conjunction with others, as principal, agent or otherwise;
provided, however, that this corporation shall not have the power
to, and shall not, carry on propaganda, or otherwise attempt to
influence legislation or to participate in, or intervene in, any
political campaign on behalf of any candidate for public office.

The foregoing statement of purposes shall be construed as a
statement of both purposes and powers, and the purposes and powers
stated in each clause shall, except where otherwise expressed, be
in no wise limited or restricted by any reference to or inference
from the terms or provisions of any other clause, but shall be re-
garded as independent purposes and powers. Notwithstanding any of
the above statements of purposes and powers, this corporation shall
not engage in activities which in themselves are not in furtherance
of the purpose set forth in paragraph (1) of this Article, and
nothing contained in the foregoing statement of purposes shall be
construed to authorize this corporation to carry on any activity
for the profit of its members, or to distribute any gains, profits
or dividends to any of its members, as such.

THIRD: This corporation is organized pursuant to the General
Nonprofit Corporation Law of the State of California. This corpo-
ration is not organized, nor shall it be operated, for pecuniary
gain or profit, and it does not contemplate distribution of gains,
profits or dividends to the members thereof or to any private
shareholder or individual. Upon the dissolution or winding up of
this corporation, the assets of this corporation remaining after
payment of, or provision for payment of, all debts and liabilities
of this corporation shall be distributed to a corporation, fund, or
foundation qualified for exemption from Federal Income Tax under
Section 501(c)(3) of the Internal Revenue Code of 1954 as now in
effect or as subsequently amended.

FOURTH: The county in the State of California where the prin-
cipal office for the transaction of the business of this corporation
is to be located is the City and County of San Francisco.

FIFTH: The number of directors of this corporation shall be
seven, and the names and addresses of the person who are appointed
to act as the first directors of this corporation are as follows:

Virginia Billings 1428 Liberty Street, El Cerrito,
                                 CA 94530.
Roberta Cherny 952 Johnson Street, Redwood City,
                                 CA 94061.
Roger Johnson 6380 Wisteria Way, San Jose, CA 95129.
Nicholas Jarrett 3622 21st Street, San Francisco,
                                 CA 94114.
Frank Loob 219 Montecito Blvd, Napa, CA 94558.
Mel Luchetti 3449 Mauricia Avenue, Santa Clara,
                                 CA 95050.
Richard Reutlinger 824 Grove Street, San Francisco,
                                 CA 94117.
SIXTH: This corporation is formed for the purpose of incorporating an existing unincorporated association, namely, AUTOMATIC MUSICAL INSTRUMENT COLLECTORS' ASSOCIATION.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the General Nonprofit Corporation Law of the State of California, we, the undersigned, being the presiding officer and secretary, respectively, of said unincorporated association, have executed these Articles of Incorporation this 18th day of April, 1971.

State of California } ss
County of Alameda } ss

FRANK LOOB
ROBERTA CHERNY

On this 18th day of April, 1971, before me, a Notary Public in and for said State, personally appeared Frank Loob and Roberta Cherney, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

WITNESS my hand and official seal.

AFFIDAVIT

State of California } ss
County of Alameda } ss

Frank Loob and Roberta Cherney, being first duly sworn, depose and say that Frank Loob is the Presiding Officer and Roberta Cherney is the Secretary of AUTOMATIC MUSICAL INSTRUMENT COLLECTORS' ASSOCIATION, an unincorporated association; that they, and each of them, are familiar with the affairs, records and acts of said association; and that said association has duly authorized its incorporation and
has duly authorized affiants to execute the foregoing Articles of
Incorporation.

FRANK L. TEBB
FRANK LOEB

ROBERTA SHERNEY

Subscribed and sworn to this 18th day of April, 1971.

Notary Public in and for the
State of California

[Stamp]