

STATITURE
JAZZ DEMOCRACY
NON-PROFIT ORGANIZATION

In Athens today, on January 18, 2018, day of the week Thursday, the following parties:

1. Dimitrios Vassilakis of Nestoros, resident of Pikermi, Attica, at 15 Plataion Street and
2. Eleni Michailou, son of Nikolaos, wife of Dimitrios Vassilakis, resident of Pikermi, Attica, at 15 Plataion Street, hereinafter referred to as "partners", for the sake of brevity, agree, conclude and accept the following:

Article 1

Recommendation - Name - Headquarters

1. The above parties, guided by the values of the coexistence of cooperation, volunteering and activation of persons in the context of civil society, establish a non-profit artistic-scientific urban company, with the emphasis on the human-centered, art-loving, philanthropic and of an educational nature, governed by articles 741 et seq. of the Civil Code, under the name "Jazz Democracy - AMKE". The international name of the company is given in English under the name "Jazz Democracy - NPO".
2. The headquarters of the company is in the Municipality of Maroussi, 1 Porfirionos Street and Kyprion Agoniston, Maroussi 15126.
3. For the fulfilment of its vision and objectives, the company may establish Branches or Offices or appoint its Representatives in regions of Greece and in foreign countries, following a decision of the General Assembly. It may also establish Research Canters, Forums, Scientific Institutes, Open Platforms, Action and Intervention Groups, Music Ensembles, Academies, Schools and Observatories to serve its work and activities. Their leaders, individual or collective bodies, are fully subordinated to the Board.
4. In this context, the jazz music orchestra referred to in Article 23 is hereby established under the name "Jazz Youth Orchestra" or "Jazz Youth Orchestra". Hellenic Jazz Youth Orchestra".
5. In this context, a wider movement of holistic approaches to the arts and well-being with the common axes of self-expression and improvisation referred to in Article 24 entitled "ArtEscape" is hereby established.

Article 2

Duration

The duration of the company is set at five years, starting on January 18, 2018 and ending on January 18, 2023, and can be extended by unanimous decision of the partners before the expiration of the initially defined, hereinafter, duration.

Article 3

Purpose

1. The pursuit of collective benefit, the service of general social interests, the struggle for ideals and the promotion of its values, in every appropriate space and field, without the pursuit of profit within the meaning of Article 784 et seq. In general, the purpose of the company is the development and dissemination of jazz music in Greece and abroad, through its creative coexistence with the democratic ideal.

Aims to show that jazz music, one of the most important contemporary forms of art, language and communication - in which the black minority on the American continent played a key role - has become universal and has naturally embraced the great democratic values born in ancient Greece.

Also, that jazz as an international language can teach us again how we can develop dialogue on equal terms and communicate in a more humane and democratic way. The idea that regardless of colour, education, age, language, gender, culture, etc. Jazz musicians play in front of the world audience with parity, in creative conversation, with respect and without meritocracy being an obstacle, it makes us think what it would be like if we applied these ideas to the political and social sphere of reality.

Especially in the modern era with the huge and global refugee issue, this approach through presentation / concert / speech / intervention / performance, can roughly show that the above values can bring people together, unite mindsets, unite interlocutors in a large constructive dialogue table, to contribute to human rights issues, to open channels of communication with the international community at many levels and to promote Greece as a force for dialogue and rebirth of the true values of an ecumenical Republic.

Within the above general framework, the company intends in particular in research, study, promotion and communication, offer, education, intervention and any form of support in matters relating to the universality of jazz as a form of Art, Language & Communication, which has been embraced in the rich form of the great ancient Greek origins and already universal democratic values. Based on this reasoning, the aim is to combine and promote the harmonious coexistence and interaction of jazz music with other forms of music, and artistic expression in general, such as the so-called classical music, the traditional, the modern (pop, rock, soul, Latin and related articles). The aim is also to highlight jazz music, but also blues and traditional-ethnic music - (e.g. rebetika in relation to blues, Balkan ways and rhythms and their relevance or integration into jazz) - as a didactic method of developing and promoting dialogue between people and societies, in terms of equality, freedom and interculturalism and the promotion of interpersonal and collective communication in terms of democratic music culture. Also, the collaboration with progressive movements of art, intellect, avant-garde, culture and science.

The central idea of "jazz democracy" serves to upgrade the quality of life of modern people, the development of interpersonal and inter-collective communication, the promotion of the democratic ideal and universal values, the beneficial cooperation between communities and ethnicities, contributing to the efforts for social

prosperity, (education), human rights, justice and peace, contributing to the emergence of cutting-edge social and communication issues, either independently or by coordinating actions, social and cultural interventions, knowledge and resources with other relevant bodies, in any geographical area.

2. The creation of educational and research programs and the organization of study and research teams. The elaboration of scientific analyzes and studies and the general development of scientific actions and work in the aforementioned fields, with emphasis on the interconnection of jazz music and in general every musical form and with artificial intelligence and robotics, at every geographical level.

3. The development of solidarity and cooperation in the field of Art, Science and Society and the promotion of their scientific and intellectual work. Strengthening the factors that help in the promotion of the Arts and Sciences, by participating in the processes of upgrading the educational field of the citizens of Greece, Greeks abroad and every country. Taking initiatives for the implementation of cultural exchange and travel programs and the achievement of educational, research, interdisciplinary and recreational purposes, with collective organizations that promote the same or similar social goals (education, training, communication, etc.).

4. The undertaking of development initiatives, missions and actions and any kind of action, which will fulfil the vision and goals of the company, in Greece and abroad. In this context, the organization and / or participation of the company and its members in music festivals, conferences, international organizations, forums, which represent the values that the company stands for, especially in the fields of development, support and promotion of young music artists is considered critical. and from the area of Hellenes Abroad.

5. The creation, organization, participation and support of jazz festivals in Greece and abroad, in similar events of all kinds, programs, exhibitions, lectures, open interventions and social and artistic activities. The configuration of computer networks and know-how distribution. Networking, collaboration and collaboration between artists and scientists. Collaboration with international research programs and the development of communication through improvisation and with artificial intelligence systems.

6. The publication of books and other publications, as well as the production and distribution of printed, audio and electronic communication material. The organization of music events, themes and other festivals, photo exhibitions and other audio-visual material. The organization of workshops, lectures, conferences, symposia, working meals, training and information seminars and exhibitions in order to educate, inform and support the goals and work of the company. The organization and promotion of television and internet programs with the same or related object. The creation of a thematic portal on the internet - electronic database (portal), which will also function as a database / electronic library with the digitization of music, literary and generally cultural, communication and scientific content. The formation of a forum, the establishment of a lending library and an open access information centre, the creation and operation of a lounge / refreshment room for the members and friends of the company, as well as a space for the Jazz Youth Orchestra. The development of networking and cooperation between stakeholders for respective programs and services.

7. The cultivation of language, especially through Poetry and Literature in general, Theatre and the coupling of Jazz music after works of Language and Intellect. The uploading and production of theatrical performances as well as the organization and promotion of relevant events.

Organizing - and helping self-organizing - street events and multi-performances around the world, with the aim of connecting jazz and its rich language through improvisation with other art forms but also as a means of social awakening.

8. The information-information and the provision of consulting services and directions:

a. On subjects of Art, especially music Education, and in general of cultural education, self-expression, training and professional orientation, mainly through the operation of music academies.

b. For the treatment / management of work, daily and career issues in the upper space of human action and communication.

9. The collaboration with international institutes of dance, theatre, performing arts and visual arts.

10. The offer of knowledge, dialogue and interaction, art, and even therapy through the arts, to institutions and institutions of sensitive social groups such as prisons, detoxification centres, hospitality centres, self-managed spaces, hospitals, psychiatric hospitals, etc.

Article 4

Object of activity - operation

1. The object of activity of the company consists in particular:

a. In capturing, analysing, researching, studying and evaluating developments in the broader fields of the aforementioned fields.

b. In cooperation with all bodies (pure and not) public and private sector and in providing them with specialized support and consulting services on all kinds of issues, in order to improve the cultural level and promote the democratic ideals of society as a whole. In addition, in the provision of services to individuals and / or private economic operators in the above-mentioned objects, at every level.

c. In the public formulation of scientific and artistic positions, announcements concerning the field of Science, Research, Arts and Culture, as well as in the promotion of public debate on the above issues through the systematic promotion of democratic values and principles.

d. To take initiatives for the promotion and scientific support of the cultural and universal issues of the Republic of Culture and Human Rights, in the Interior, in the international organizations, in the UN and in the EU.

e. Participation in national, European and international scientific and cultural programs, mainly within the EU and other international Organizations or universities, independently and / or in collaboration with other relevant scientific research bodies, in Greece and abroad.

f. Other targeted activities of the company are: undertaking international initiatives and collaborations with other bodies, in order to improve the upgrade of the educational, cultural and general social level of the citizens. The company will also provide support services aimed at developing solidarity actions to strengthen social

cohesion, communication, combating social exclusion, and the backwardness of population groups, as well as the access of these groups to society. of Knowledge, Science, Art and Culture.

2. In addition to the above, individual activities of the company cover - indicatively and not restrictively - the following:

a. Promotion of education and lifelong learning, in the above areas of activity of the company.

b. Promotion of the principles of justice, impartiality, transparency, publicity, meritocracy, rational evaluation, accountability, in the fields of Science, Research, Arts and Culture.

c. Utilization of human resources and the possibilities of communication offered by the deepening of research, study and interactivity in the field of Science, Art and Culture in general.

d. Provision and support of services and products of Speech & Art, of added value, for the improvement of the daily life and the quality of life of the disabled, the elderly and, in general, the vulnerable groups of the population.

e. Planning, implementation, support and promotion of humanitarian actions, especially in relation to immigrants and refugees, through artistic creation, the defence of their individual and social rights, ensuring their universal and equal quality education in the Arts and especially in Music, as well as the promotion of lifelong learning opportunities in the sectors and fields of action of the company, regardless of gender, colour and nationality.

Article 5

Ways and Means of Implementation of the Mission

1. The company in principle implements its objectives indicatively with:

a. The preparation of studies, analyses and assessments and the provision of consulting and educational support to stakeholders and to natural and / or legal persons.

b. Conducting scientific research, providing specialized consulting services and participating in national and international educational initiatives and programs related to the company's areas of action.

c. The publication of scientific and educational works in the above areas of activity of the company, the publication of periodicals and newsletters, books, announcements, articles and other works related to the mission of the company.

d. The organization of lectures, concerts, educational programs and other scientific, cultural and entertainment events, as well as the establishment of scientific committees, research groups and observatories, independently or in collaboration with universities, institutes and other relevant bodies, as well as with researchers and with professionals, in Greece but also abroad, especially in the Euro-Atlantic and Mediterranean area, even at the intercontinental level.

e. The production of musical works in any form and their execution.

f. The support of young people and graduates of all kinds of studies from the field of Art, Communication, Culture and Science.

g. The provision of scholarships, awards and prizes to artists and scientists.

- h. The contribution to the creation and promotion of cultural and conference events. The provision of scholarships, grants and grants. The organization of competitions of knowledge, art, cultural cooperation and social contribution.
 - i. The operation of a website, as well as the creation of other links on the internet, to serve its educational, research and entertainment purposes.
 - j. The cooperation with Municipalities, their bodies and state Organizations for the promotion of joint programs and actions in the above sectors and the participation of the company, independently or in cooperation with other bodies, in various actions such as national and European Programs.
2. In addition to the following, inter alia:
- a. Exchange and transfer of information, ideas, experiences and know-how, addressing common problems and achieving common thematic goals.
 - b. In order to achieve the above goals and objectives, the company may take all appropriate actions to utilize any appropriate means and submit relevant programs in Greece and abroad (independently or in cooperation), to claim and secure the necessary resources, the utilization of Community aid, interregional and inter-municipal Community and non-Community programs, in its areas of interest.
3. The Board of Directors may, with its decisions, specify in more detail and in more detail the achievement objectives and the activities of the company, as well as the means of their implementation.

Article 6

VALUES and Collaborative Principles (PRINCIPLES)

1. The values of the company relate to those of creation, freedom, equality, peace, dialogue, universality, offering, sociability, meritocracy, transparency, responsibility, solidarity, self-help, justice, social responsibility, of caring for others.
2. The members of the company must constantly adopt and serve the above progressive values.
3. The company relies on the following:
 - a. Voluntary and open participation: the company is open to all persons, who are able to use its services and willingly accept the responsibilities of the members, without national, social, racial, political or religious discrimination.
 - b. Democratic control of members.
 - c. Autonomy and independence.
 - d. Search and transmission of knowledge.
4. The company ensures, when deemed necessary by a decision of the Board of Directors, education and training for its members, especially for the members of the Youth Jazz Orchestra, so that they can actively participate in the development of its activities and programs.
5. The company ensures the cooperation between institutions on the basis of mutual benefit, for the most efficient service of its members, at every level.
6. The company focuses on the social sector through the development of a spirit of cooperation and dialogue in its areas of action, with emphasis on the artistic sector, research and promotion of programs and actions of a social nature in general.
7. The operation of the company is governed by the following principles: efficiency in the implementation of actions, transparency in management, dialogue & democracy

in decision making, creativity and flexibility in responding to the specifications and adaptations of its work, promoting social benefit and promoting the development of knowledge and art.

Article 7

Scientific - Artistic work

1. In particular, the scientific-research-educational work of the company is distributed in scientific fields (ET). The responsibility for the coordination of the scientific-educational and its artistic work is done in collaboration whenever necessary with the Academic Council (article 16), which is established by decision of the Board. The Academic Council may include, inter alia, the heads of the ETs of the previous provision. The Head of the Scientific Sectors, who are selected by the decision of the Board of Directors after the opinion of the Academic Council, may be non-members and may participate, as the case may be, a number of partners, according to the suggestion of the head.
2. By decision of the Board - and where necessary and after the opinion of the Academic Council - it is possible to set up Working Groups and Observatories to monitor, analyse and study specific issues related to the mission and purposes of the company. The composition, the duties and the responsibilities of the Scientific Sectors, the Working Groups and the Observatories, as well as the formation of other bodies of scientific, educational and artistic work, are determined in detail by a decision of the Board.

Article 8

Publications - Publications - Events

1. In order to achieve its goals, the company may publish periodicals or special editions, publish articles, monographs and other works, operate a website, participate in social media, produce and promote vinyl, radios, films, videos (analog and digital - DVD) and, in general, in the use of every electronic and audio-visual medium and material as well as the development of new ways of contact with society, according to what is decided on a case by case basis by the Board.
2. For the same reason, the company organizes and / or participates in live or recorded artists' concerts and other corresponding appearances, may organize, participate or support regularly or extraordinarily scientifically or other according to its fields of activity, conferences, events and events.
3. The company reserves all copyrights, in accordance with international conventions and national law, on printed material, publications and the content of documents and all its publications in physical or electronic form.

Article 9

External Scientific Associates

1. The company may entrust the work of a research associate to legal or natural persons to support the purposes of the company.

2. The assignment agreement is approved by a decision of the members of the Board of Directors after a relevant proposal of the Chairman, during the procedure provided in this statute.

Article 10

Capital

A. The capital of the company amounts to the amount of one thousand euros (€ 1000.00), an amount that is deemed necessary to address its first needs. The above amount will be paid equally by all partners, i.e. by Dimitrios Vassilakis the amount of five hundred euros (€ 500.00) and by Eleni Michailou wife Dimitrios Vassilakis the amount of five hundred euros (€ 500.00) [i.e., partners two (2) X 500.00 euros (each) = € 1000.00].

B. The total contribution of the company, amounting to one thousand euros (€ 1000.00) euros, is divided into one hundred (100) company shares, with a nominal value of ten euros (€ 10.00) each. Each member of the company receives from fifty (50) company shares paying the corresponding amount of his contribution. In the future, any deletion or voluntary resignation of a member will imply the retention of the initial contribution, as well as the annual contribution of the deleted or retiring member to the company's fund, not entitled to claim them and deprived of his corporate share.

C. With the entry of new partners, there will be an adjustment of the distribution of company shares.

Article 11

Resources

1. The resources and property of the company can come from any legal source and activity, domestic and / or foreign. The following are indicative:

- a. Extraordinary contributions of partners and friends
- b. Voluntary contributions and aid.
- c. Revenue from the company's assets.
- d. Any kind of donations, sponsorships, grants, grants, bequests, income, from individuals, organizations, public or private bodies.
- e. Participation in Greek, transnational, European or other international programs and cooperation with other bodies, organizations and associations.

2. The acceptance of a donation or any kind of provision to the company is made after a decision of the Board of Directors to serve its purposes and activities. The Board of Directors has the right to refuse in this regard, if with a reasoned decision it considers that any acceptance restricts or binds the independence of the company or is not in accordance with its values and principles.

3. The conclusion of a loan by the company for any purpose and cause is prohibited, as well as the provision of guarantees by the company for any reason.

4. The above revenues are available for the service of the company's project. It is possible, by decision of the Board of Directors, to cover the expenses of the partners, during the execution of the procedures and the actions of the Company.

Article 12
Administration

The management bodies of the company are:

- A) The General Assembly.
- B) The Board of Directors.
- C) The Academic Council.

Article 13
The General Assembly

All the partners will be named in this statute "General Meeting".

The General Meeting will be convened at an Ordinary Meeting by the Board, at any time within the first half of each year, as well as extraordinarily, after a written request of 1/3 of the company members, for issues related to non-compliance with the provisions of the Articles of Association.

All partners will have the right to vote, provided that they are financially consistent in their financial obligations to the company.

The General Assembly is exclusively competent to decide by a qualified majority of 2/3 of the members present (in this special phase, which consists of two members, unanimously) on the following issues:

- a) the expansion or change of the goals of the company,
- b) the deletion of a member (exclusion) from the company for the reasons stated in these articles of association;
- c) the determination of the conditions for the integration of new partners following a proposal of either the Board of Directors or 2/5 of the partners;
- d) the dissolution of the company before the expiration time defined by these articles of association, upon a proposal of 2/3 of the partners or by unanimity of both partners (in case the company consists of two partners)
- e) any amendment of these statutes or change of management,
- f) the conclusion of work or employment contracts between the company and the partners;
- g) the extension of the duration of the company beyond that specified in these articles of association;
- h) the selection of incoming members, in case of non-achievement of a majority by the Board of Directors, in accordance with the following, during the examination of the approval of entry into the company.

The General Meeting also decides by a qualified majority of 2/3 of its members present (in this special phase, in which it consists of two members, unanimously) on any issue related to non-compliance with the provisions of the company's articles of association, the which will be proposed at a meeting by a member or members of the company.

For any other issue related to the operation of the company (election of the Board of Directors, ratification of company accounts, issuance of operating regulations, control of the activities of the Board of Directors) the General Assembly decides by

an absolute majority of 50% +1 of the present members (in this special phase, in which it consists of two members, unanimously).

The General Meeting is considered to be in quorum, when at least ½ of all the company shares are present.

In case a quorum is not reached, the General Meeting is convened again within the next seven (7) days, in which the presence of 1/3 of the company shares is sufficient to reach a quorum.

If it is still not possible to reach a quorum, the General Meeting is convened for the third time within the next seven (7) days and is considered to be in quorum, regardless of the number of company shares that will be present.

In case one member is unable to attend the General Assembly, it may authorize another member to represent it by written authorization.

The decisions of the General Meeting are binding on the company.

As the decisions of the General Meeting are binding on the company and its members, the General Meeting may, by its decision concerning the amendment of the Articles of Association, authorize the lawyer present at the General Meeting, as instead of the partners and on behalf of all partners. and those not present, as the latter are bound by the valid decisions of the General Assembly, signs the text of the amended Articles of Association, based on the decisions to be taken by the General Assembly, and takes the necessary steps to publish the Articles of Association.

Article 14

The Board of Directors

The management of the company is exercised by the Board of Directors, which acts as a collective body and has the supervision of its financial and administrative management. The Board of Directors meets legally and is in quorum when at least half of its members are present or represented, plus one more member. The meetings of the Board of Directors are conducted legally and by teleconference. The use of modern teleconferencing media can be total or partial, i.e. it concerns all or some of the members. In case of a justified absence of a member from a meeting of the Board of Directors, the member who is prevented from appearing in person may authorize in writing another member of the Board of Directors to appear on his behalf (by letter or e-mail). Decisions of the Board of Directors on all matters are taken by a simple majority of the members present, unless these statutes provide for a larger majority. In the event of a tie, the President shall have the casting vote. The honorary members may attend the meetings, without being considered for the formation of a quorum and without the right to vote, while the filling of the respective position is provided as optional.

The responsibilities of the Board of Directors include:

- a. the submission of a proposal to the General Assembly of the criteria, according to which the suitability of the interested parties to participate in the company of natural and legal persons will be checked,
- b. the examination of the applications of the interested parties to be introduced in the company according to the criteria, which will be selected by the General Assembly based on the purpose of the company.

In case the Board of Directors unanimously approves that an interested natural or legal person meets the conditions for joining the company, its decision is mandatory for all partners.

If there is no unanimity among the members of the committee, the issue of the entry of the new member is referred to the General Assembly, which decides by an increased majority of 2/3 of the partners.

The Board of Directors consists of two to five (5) members with a term of three years, including the Board of Directors of the company to be established, which has been elected hereby.

The Board of Directors elects from among its members, the Chairman and the Vice-Chairman, and may appoint one of its members as a Managing Director, who has the general authority to execute and implement its decision and has in particular the powers and powers assigned to it by the present in Article 15.

The Board of Directors has the general management of the scientific, educational and artistic activity of the company and for this reason it can hire, after the simple opinion of the Academic Council, Artistic Director, with or without remuneration, as well as others as employees of the company, for serving its purposes.

Precisely because of the above general responsibility for the so-called artists, the Board. selects in particular the respective Director of the Jazz Youth Orchestra, after the opinion of the Academic Council who may also be a member of the company.

The Board of Directors, according to the more specific provisions of article 15, is responsible for the financial course of the company, prepares and presents the Budget and the Report of each year, which is finally ratified by the General Assembly. as defined in article 13. Furthermore, the Body is in charge of keeping the books of the Company and may hire other employees to serve this purpose.

The term of office of the members of the Board of Directors is automatically extended until the election of the new Board of Directors by the Ordinary General Meeting, which meets in the year of the end of the term, and no later than six months from the end of each corporate year.

The members of the Board of Directors are elected by the General Meeting, except for the first ones appointed hereinafter, who constitute the Board of Directors at the stage of establishment, which will manage the company until January 18, 2023.

The capacity of each member of the Board of Directors will be determined by the same body by decision of the participants in it.

The meetings of the Board of Directors are convened, regularly, once every three months on the initiative of at least one of its members or extraordinarily, whenever requested by a corresponding initiative of one of the members of the company again.

The members of the Board of Directors are responsible for the smooth operation of the above body and are accountable on behalf of the Board to the Assembly.

Withdrawal and addition of the members of the Board is done by decision of the General Meeting of the partners, with a majority of 2/3 of all the partners (or by unanimity, when the company consists, at present, of two partners).

In case of resignation, resignation or in any other way of termination of a member of the Board of Directors, the Board of Directors itself may, by a decision taken by a simple majority, replace the resigned or resigning member and this decision is ratified by the next General Meeting.

In case the Board of Directors does not reach or succeeds in replacing the deceased member, the next Ordinary or Extraordinary General Meeting of the partners is considered for the replacement.

Article 15

The Bodies of the Board of Directors

A. The Chairman of the Board represents the company in all its events, transactions and activities, against any natural or legal person of public or private law, in the State, in any judicial, public, municipal or community authority and generally any third party in Greece and abroad.

The Chairman may entrust with a special written authorization the performance of a specific management act to any other member of the Board of Directors. It can also assign part of its activities and responsibilities with a special notarial power of attorney to any other member of the Board of Directors.

The company commits and undertakes valid obligations with the signature of the President or the legally authorized or the special proxy under the company name.

The Chairman of the Board of Directors convenes, chairs and chairs the meetings of the Board of Directors and the General Assembly, puts the issues to a vote and is responsible for the execution of its decisions, and may participate in the meetings of its other bodies, sectors and committees. company.

B. The Vice President replaces the President, when he is disabled, in the performance of his duties and in the representation of the company.

C. The Chief Executive Officer has the authority to execute and implement the decisions of the Board. and represents the company in all its relations, provided that such power is granted to it by the President.

D. The Secretary and if he does not exist, the President, keeps the seal of the company and its books, prepares the minutes of the meetings of the Steering Committee, takes care of the correspondence and coordinates the activity of its services.

E. The Treasurer and if he does not exist, the Vice President, supervises the receipts and payments, prepares and submits to the General Assembly the annual report, balance sheet and budget, keeps the legally necessary financial books and data and is responsible for the movement of any bank accounts. The Treasurer executes the fixed expenses of the Company without authorization from the Board of Directors up to the amount of one hundred euros (100 €) per transaction, but at the same time informing the General Meeting.

F. The members of the Board of Directors suggest any issue of their competence to the Board of Directors and the General Meeting. Especially the Treasurer is obliged to inform these bodies about the company's finances when asked.

H. The first Body. who will manage the company, consists of:

- 1) Dimitrios Vassilakis of Nestor, as President and CEO,
- 2) Eleni Michailou of Nikolaos, wife of Dimitrios Vassilakis, Vice President, I also acted as Secretary and Treasurer of the Company.

I. The term of office of the members of the specific Board of Directors will expire on January 18, 2023, at which time, if required, their term of office is automatically

extended, i.e. until the election of the new Board of Directors by the Ordinary General Meeting, according to above defined.

Article 16

Academic Council

1. An Academic Council is established that functions exclusively as an advisory body of the Company's Management. It consists of 3-7 personalities of national and international prestige and prominence, known for their position and contribution to the Greek and international artistic, educational and scientific community. Their knowledge, experience and love for the diverse objects of the company are considered necessary for the success of its purposes, and, consequently, essential prerequisites for their participation in the company.

2. All the members of the Board are appointed by a decision of the Board of Directors of the company from among the members or upon the proposal of other members of the Board. The term of office of the members of the Board is one year, and is renewed following a special decision of the Board of Directors of the company.

3. The Board is convened on a regular basis, on a monthly basis, or extraordinarily, by decision of the Board of Directors of the Company or at the request of the General Assembly or its Board of Directors by at least three members of the Board. The Board is quorum when at least two of the three, three of the five or five of the seven members are present and, in any case, more than 50% of all its members, at the headquarters of the company or in any other place designated by the Board. her. The Council shall act by a majority. The opinion of any minority must be registered in the decision.

The Chairman and other members of the Management of the company may also participate in its meetings. Members of the Board may be present at the individual or general invitation of the Board of Directors in the meetings of the latter, while by decision of the Board of Directors of the company may be appointed joint meetings of the two bodies at the headquarters of the latter or in a place designated by the Board.

The Chairman of the Board is appointed by a decision of the Board of Directors, and is replaced in case of absence or other legal impediment, by one of the other members of the Board, following a proposal of the body itself and its approval by the Board.

4. The purpose of the Board is to ensure the coherence and quality of the work provided by the company in all its areas and fields of action.

5. The responsibilities of the Academic Council consist of:

a. The coordination of the scientific-educational but also of the artistic work of the company through:

A'1. Providing a detailed special simple opinion to the Board of Directors of the company on issues concerning all the actions of the latter, without excluding, when requested or imposed by things, the provision of a simple opinion or proposal on issues related to the statutory or operational nature of the company.

A'2. Submission of proposals for the shaping and / or adaptation of the scientific-educational programs of studies and actions and their enrichment according to the modern requirements of Art and Science.

b. The monitoring of the major developments in the Greek and, mainly, in the international scientific, educational & artistic environment and the submission of informative and advisory proposals to the Management of the Company, in order to promote and substantially support its work and its statutory purposes.

Article 17

Rights - Obligations of members - Associates - Honorary members

1. a. The members of the company have the right to be informed regarding the corporate affairs, by the Managing Director, throughout its operation.

1. b. Two-fifths of the cash-settled partners have the right to convene an extraordinary General Meeting, when they deem that there is an exceptional reason that affects the smooth operation of the company.

2. In addition to the partners, the company by decision of the Board of Directors recognizes the capacity of its associate or honorary member, to natural and / or legal persons who are actively interested in achieving its goals. Collaborating and honorary members have all the rights of partners, except the right to vote and to be elected.

Article 18

Rights - Obligations of members

a. The company that according to these statutes, is not for-profit, the possible surplus of its resources is not distributed to its members, both during its operation and during its dissolution, but is also available in the last case for the realization of its purposes.

The members of the company do not have the right to request the return of their contribution (except for the initial one and in case of dissolution of the company or their final withdrawal from it), or of their subscriptions or any benefits and much more, they do not have any right on the company's property.

b. The resources of the company are available exclusively for the realization of its purposes.

c. The liability of the members towards the third parties is limited to the amount of their initial corporate contribution only.

d. The participation of the partners in the present company does not exclude from them the right to employment either individually or in any other company or organization, even if they pursue similar purposes.

e. It also does not prohibit their employment in the company with any professional relationship (by concluding work contracts or employment contracts).

f. The decision for the conclusion of the project or work contracts of the partners with the company will be taken by the General Assembly (regular or extraordinary), which will decide with the increased majority of 2/3.

Article 19

Company Books

Every year, and specifically on December 31st, the corporate books are closed and the company's balance sheet is prepared.

If during the preparation of the annual balance sheet there is a surplus of assets in relation to the liabilities of the company, this is not distributed to the partners, but remains in its fund and will be used exclusively for the realization of its purposes.

Article 20

Termination of term, resignation, expulsion of a Member

a) Any of the partners reserves the right to leave the company, after prior written notice to the company and in particular to its Board of Directors, which will continue to exist among the other partners. At the same time, the member wishing to leave must in any case have previously fulfilled all the obligations arising from his participation in the company, as well as any contractual obligations that may have been undertaken by the company to third parties, by the time of written resignation.

b) The partners are prohibited from transferring or assigning their company shares to a third party outside the company.

c) Any partner who opposes acts or omissions in the purposes of the company or is indifferent to their achievement, is permanently or temporarily expelled by a decision of the partners taken in accordance with the provisions of Article 13 of these Articles of Association. Deleted members do not undertake any of their contributions.

d) In case of death, legal aid, departure or removal of one of the partners, the company still exists among the other partners only. Their heirs or their legal representatives do not have the right to receive the subscriptions or any benefits he had paid and much more they do not have any right to the company's property.

Article 21

Company solution

The company is dissolved:

a) by decision of the General Meeting of the partners, taken at least by the increased majority of 2/3,

b) upon the expiration of its duration, if it is not extended.

Article 22

Company Liquidation

After the dissolution of the company follows the stage of liquidation.

The liquidators are defined as the last Chairman, Vice-Chairman, Chief Executive Officer, Secretary and Treasurer before the liquidation of the company, who will carry out any kind of liquidation operation, preparation of balance sheets and payment of corporate obligations. The assets that are proven to belong to the company, are converted into money if required, for the repayment of the debts and

the return of the due contributions. The conversion is made according to the provisions of the Civil Code on the sale of a movable thing.

If there is a surplus left after this payment, it will be given as a donation to legal entities pursuing purposes similar to those of the present company, upon the recommendation of the liquidators to the General Assembly.

Article 23

Youth Jazz Orchestra

1. Within the company, the music ensemble with the name "Jazz Youth Orchestra", founded entirely by Dimitris Vassilakis and with the role of artistic director and conductor, is fully subordinated to it, for the promotion of research, education, education, culture, social, economic and entertainment purposes of the company.

2. The (primary) purposes of the above Orchestra are recorded, indicatively as follows:

a. The systematic promotion, utilization and promotion of the qualifications, abilities and talent of the young people of the country or those young people from other countries or peoples who wish and can be composed, creatively with the Orchestra for the success of the goals of this and the Company.

b. The learning and certification of the international language of jazz music, the exchanges of pupils, students, researchers and generally members of the Youth Jazz Orchestra with a corresponding type of Orchestras Abroad. Taking initiatives for the implementation of educational programs, cultural exchanges and educational and research trips to the objectives pursued by the action of the Orchestra in accordance with the above, as well as exchanges and twinning of the Orchestra and its members with collective organizations promoting similar social and targets.

c. The systematic presentation by the Orchestra as a whole or by its distinguished members in harmonious collaboration with the first, important works of the Greek and international music repertoire of Jazz but also related musical genres and trends, in order to substantially raise the artistic level not only of members and of the friends of the Orchestra but also of the public internationally.

d. The production, utilization and promotion (in Hellenism and at regional and global level) of jazz music, its connection with the ideas of democracy and culture but also with other musical forms of expression, such as classical, traditional and modern music.

e. The promotion and support of music and artistic research in general and its connection with the production process for its contribution to economic and social development.

f. The utilization and promotion abroad, with emphasis on the Mediterranean, Euro-Atlantic and intercontinental space, of the Greek jazz music tradition and of Greek Art in general.

g. The cultivation and development of closer ties of solidarity, cooperation and communication between its members and between it and society as a whole.

h. The active (artistic) intervention in the formation of a wider cultural movement in Greece and Abroad, capable of contributing to a new creative universality.

i. The promotion of music research and education at national, regional and international level in collaboration with research bodies and public and private

organizations. The strengthening of all those factors that help in the promotion of Art and Culture at local, national, regional and international level, the participation in the processes of upgrading the educational and recreational level of the citizens of the country and the countries Abroad, that host its action.

j. The design and implementation of a systematic project in the fields of Music History, Language and Culture. The design, development, production, dissemination and evaluation of appropriate educational, training and entertainment material. The promotion for the achievement of the above purpose, the continuous training of the members and friends of the Orchestra, in collaboration with educational and training institutions, public and private, in Greece and abroad.

3. In order to achieve all the above purposes, the Orchestra and the Company will be able to perform all appropriate actions. In this context, the Orchestra, through its Director, may, in order to achieve these goals, submit relevant programs to secure the necessary resources.

4. In particular, in order to achieve the above purposes, the Orchestra and in addition the company itself, develop every general artistic, academic, educational, economic and social activity that promotes its purposes, while creating the appropriate logistical infrastructure. As means of achieving the above objectives, the following are mentioned, quite indicatively:

a. The training of young musicians aged (indicative non-binding) 12-25 years old (high school students and graduates) and artists from all over Greece, Greeks and foreigners, including immigrants and refugees, Greeks abroad, in works, events and activities of the Orchestra through the organization by the company or jointly with other bodies (in particular, music schools, music schools and conservatories), domestic and international, applied tuition, educational and training programs and distance learning. The conduct of auditions and educational workshops / seminars throughout Greece so that the Youth Jazz Orchestra can be staffed along the way at the Panhellenic level. The contribution to the organization and operation of undergraduate and postgraduate programs. The availability, with the help of the company or other institutions at home and abroad, of scholarships and awards to pupils, students, graduates, musicians, teachers and scientists, renowned artists and professionals. The support, with the help of the company or other bodies, of young musicians and the appropriate teaching staff. The organization of competitions of knowledge, demonstration, creative improvisation and music composition for pupils, students and young people. The institutionalization, proclamation and granting, through the company or other bodies, domestic and foreign, of financial aid for the promotion in Greece and internationally, studies and research on jazz music creation and tradition.

b. Conducting concerts, presentations, studies and research, the works and findings of which are made available to the public, to the general public interest and which can be utilized by domestic, public or private institutions, and even by foreign countries, International Organizations or other bodies of international reach and reputation. Conducting training and research programs, social intervention events and cultural events. The organization of workshops, lectures, training seminars, symposia, discussions, publications, exhibitions and conferences in the music and other fields in which the Orchestra and the company are creatively active, in order to inform, train, entertain and exchange views on the subject . The design and

implementation of educational programs, special artistic programs and research. The publication of relevant studies, research and projects. Utilization of new technologies and artificial intelligence in support of creative artistic research in the areas of interest of the Orchestra, education, training of its members and friends, and the general dissemination, through quality music, of broader cultural values. The formation of a library, discotheque and archive of raw material (conventional and electronic).

c. The establishment of unhindered artistic dialogue and the free movement and formation of music and other creative ideas related to Jazz music, related musical trends and its broadest possible social and cultural extensions.

d. The development of prosperous and fruitful cooperation with:

d.1. Corresponding or similar type Orchestras in Greece and abroad, academic, university, artistic and cultural institutions, research and scientific centers, natural and legal persons, international and regional organizations, local authorities, public and private institutions, institutions and associations abroad, scientific companies, legal entities, NGOs, companies and groups, (for the connection of scientific knowledge and research programs with the professional promotion and utilization of the work and the members of the Orchestra) and other collective bodies in the country and Abroad as well as the establishment of stable links of communication and cooperation with persons and institutions that promote the research, study, production and promotion of Jazz music, its history, the cultural identity of its creators and the familiar heritage of nations.

d.2. Significant creators, artists of Jazz music, specialist scientists and academics, institutions and personalities from the Greek and international space, of Art & Culture in general, of Letters and Intellect, of Journalism.

d.3. Social, cultural, ecological bodies, Associations, Institutions, Organizations.

d.4. Wider associations and state authorities, Public Services and bodies of the Greek State, the European Union and its institutions, bodies - services, in Hellenism abroad, as well as countries of the international community, with emphasis on the Euro-Atlantic and Mediterranean area.

e. The publication of a special scientific journal as well as other scientific works, books, magazines, studies, albums, photo and video exhibitions, recordings of the works and activities of the Orchestra, capable of promoting its mission and prestige in the international arena of Art and Culture. Publishing of all kinds of forms both in the form of traditional paper and electronic form, and the establishment of radio or television media, the creation of a website on the internet and the formation of a network of communication and dialogue on corporate issues, production of films, records and digital media, digitization of cultural and educational content and utilization of new technologies. The creation of a "music knowledge community" and an information bank for the activities in the areas of interest of the Orchestra and the company in general. Creation of a thematic portal on the internet (portal) that will also function as a database / electronic library with the object of publicly promoting the diverse work of the Orchestra, communicating with it and informing about its activities.

f. The undertaking of actions and actions that are imposed for the promotion and the pursuit of its aims. Possibility of setting up a Secretariat for the daily assistance of the work and the actions of the Orchestra. The formation of working groups and

committees for research of special issues and for monitoring of topics of music and artistic current affairs in general, for undertaking informative activities, as well as the assignment of works to special scientists with the object of study and production of specialized subjects.

g. The development of the music and the wider cultural networking and the educational cooperation of the Orchestra with corresponding musical ensembles from Abroad. The formation of computer networks and distribution of music know-how and technology. The exchange and transfer of information, experiences and know-how, the confrontation of common problems and the achievement of common thematic goals. The creation of a forum and a department of musical studies for the promotion of the cultural heritage, the cultural becoming, the promotion of the democratic ideal, the dialogue and the cooperation through the creative partnerships of the Orchestra with other ensembles and projects of the country and Abroad. The implementation of cultural, educational and social awareness actions for the protection and promotion of the respective fields. The creation and support of infrastructure for the development of social, cultural and educational capital. The support with the presence of the Orchestra or its distinguished members, cultural spaces for the service of cultural and educational events and conferences. The promotion of music research, theoretical and applied and the utilization for this purpose of Community aid for mobility and transfer of know-how throughout Greece and internationally.

h. The development of human networks and institutions of solidarity. The undertaking of initiatives and collaborations with other bodies, with the aim of developing musical actions and solidarity in Greece and Abroad, for the promotion of jazz, its connection with the democratic tradition, and for the access of the less favoured and informed groups of the general population in the music society. The cooperation for the claim of international, interregional and national, programs in the field of culture and (music) education. The participation of the Orchestra independently or through the company and in collaboration with other bodies, in activities such as National and European Programs aimed at the cultivation of music culture, the social, educational and cultural development of peoples and states.

i. The operation of the Orchestra as an intermediary body to Organizations and Institutions of public & private sector, collective organizations and NGOs, domestic and / or Abroad, shaping the appropriate conditions for the mobilization of human resources and creation of human capital in each intervention area of the Orchestra. The exchange of information and ideas with respective musical ensembles of Greece and Abroad, collaborating institutions and individual musicians, scientists and researchers, professionals, on the phenomena of music and cultural backwardness of sections or strata of the population. Utilizing migration flows in the Mediterranean and the regions of south-eastern Europe in the field of music and culture in general. The collection and protection of historical music archives and cultural elements.

j. Undertaking any other appropriate - and within the framework of artistic, academic and research ethics - initiative and action to achieve its goals.

5. The registration and activation of members and friends of the Orchestra, is done corresponding approving decisions of its Director who is accountable and for this reason directly to the Board of Directors of the company. The smooth operation of

the Orchestra is ensured beyond the general supervision by the company, and with the establishment by the Board and by special Rules of Procedure.

Article 24

ArtEscape

1. An approach / action that combines the healing energies of art, sports and nature, through active participation and improvisation, thus supporting and conceptually connected with jazz democracy. The title means the refuge but also the escape to the creative realm of the arts.
2. One of the goals of this unique program is the renewal, strengthening and recharging of our energy, through a process of purification of mind and body with the help of arts and nature. Also, to revive the ancient Greek holistic approach to the self through the balance of body / mind and art / sports.
3. ArtEscape reveals two paths - approaches, one leads to escape from daily routine and habits, to the opening of the soul through art, active contact with nature and the unlocking of self-expression through improvisation, while the other leads to introspection and contact with our own "shelter" to discover and reveal our full potential.
4. The uniqueness of the program lies in our active participation in order to achieve a holistic upliftment in body and mind, through a very thoroughly designed and concentrated program.
5. Usually - but not exclusively - takes place in the mountains of Agrafa / Lake Plastira, which can support related activities such as: hiking, picking seasonal fruits, herbs, tasting, cycling, archery, horseback riding, Yoga, meditation, music workshops / events, dance, theatre with elements of improvisation and therapy through art, multi-theatre performances with elements from Greek mythology.
6. The organization and presentation of the concept can be done in various parts of the world in collaboration with Greek and international Institutes of arts, sciences, nature, sports and therapeutic programs.
7. The broader approach of ArtEscape as a movement concerns the self-organization of groups of artists from all over the world, on free platforms that will present multi performance events, artistic and social interventions - without necessarily joining a venue, festival, institution, organization - with aimed at social awakening in relation to art.
8. ArtEscape will actively participate in social and humanitarian activities such as the provision of knowledge and treatment through the arts, in schools, colleges, kindergartens, public and private, but also institutions of vulnerable social groups such as prisons, detox centres, self-managed areas, hospitals, psychiatric hospitals, etc.
9. ArtEscape is internationally registered with a National Trademark registration number 237387 from 28/4/2016.

Article 25

Merger-Participation-Collaboration

The company reserves the right, whenever deemed necessary, after the consent of the members of the Board. and the General Assembly, to merge with other similar companies or associations or associations or to participate in other networks of non-profit, also companies.

Article 26

Amendment of Articles of Association

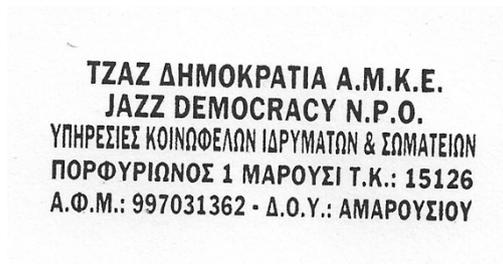
Any modification of the terms herein will be proved only in writing and under the condition of compliance with the publicity formalities, provided by Law, if such publicity is required.

Article 27

General provisions

For any issue, which is not regulated by this contract, the provisions of the Civil Code on companies and the applicable laws will apply.

This statute was drawn up in three (3) identical copies and is signed as follows by all parties:



THE PARTIES

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Dimitrios Vassilakis

Eleni Michailou