MINUTES OF THE ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS

Rising with Melodies Inc.

(A Georgia Nonprofit Corporation)

These minutes constitute the official record of the First Organizational Meeting of the Board of Directors, required for IRS Form 1023 / 1023-EZ filing.

Date of Meeting:	Sunday, June 21, 2026
Time:	6:00 P.M. ET
Location:	5410 Breckinridge Ln, Cumming, GA 30040 & Via Zoom (remote attendee)
Meeting Called By:	Alexander Lopez, Incorporator

I. INCORPORATOR AND PROSPECTIVE DIRECTORS PRESENT

At the commencement of the meeting, the following individual was present in his capacity as Incorporator of Rising with Melodies Inc. The Incorporator attends solely to convene this organizational meeting and does not serve as a voting Director of the Corporation, as no Directors were named in the Articles of Incorporation.

Name	Capacity	Present In Person / Electronically
Alexander Lopez	Incorporator (Non-Voting)	In Person

The following individuals were present as prospective initial Directors of the Corporation:

Name	Proposed Role	Present In Person / Electronically
Linder Lopez	Prospective Director / President	In Person
Natalia Dolhova	Prospective Director / Treasurer	In Person
Samuel Serban	Prospective Director / Secretary	Via Zoom

Following adoption of the Initial Director Election resolution at Section V below, all three (3) prospective Directors were confirmed as duly seated voting Directors of the Corporation, constituting a full quorum for all subsequent business.

Also Present (non-voting guests, if any): None

II. CALL TO ORDER

Alexander Lopez, Incorporator, called the meeting to order at 6:00 P.M. ET and convened this organizational meeting for the purpose of electing the Corporation's initial Board of Directors and adopting initial corporate resolutions. All participants waived formal notice and consented to the holding of this meeting.

III. DECLARATION OF QUORUM

The Incorporator noted that three (3) prospective Directors were present. As no Directors were named in the Articles of Incorporation, the initial Board of Directors was to be elected at this meeting. Upon adoption of the Initial Director Election resolution at Section V of these minutes, all three (3) Directors were confirmed as duly seated and present, constituting a majority and therefore a quorum under the Bylaws. Linder Lopez, having been elected Director and President, assumed the role of Chairperson for all subsequent business. The meeting was declared duly constituted for the transaction of all business herein.

IV. ARTICLES OF INCORPORATION

The President reported that the Articles of Incorporation of Rising with Melodies Inc. were duly filed with the Georgia Secretary of State on March 25, 2026, and that a file-stamped copy has been placed in the Corporation's official records. The Board acknowledged and accepted the filing of the Articles of Incorporation.

V. ELECTION OF INITIAL DIRECTORS

The Incorporator advised that, as no Directors were named in the Articles of Incorporation, the purpose of this item was to elect the initial Board of Directors of Rising with Melodies Inc. consisting of not fewer than three (3) members, as required under Georgia law and the Corporation's Bylaws. The Incorporator introduced the three (3) individuals nominated to serve as the initial Directors and invited discussion.

Upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLUTION — ELECTION OF INITIAL DIRECTORS

RESOLVED, that the following individuals are hereby elected to serve as the initial voting Directors of Rising with Melodies Inc., each to hold office in accordance with Article Four of the Bylaws, effective as of the date of this meeting:

Director: Linder Lopez
Director: Natalia Dolhova
Director: Samuel Serban

Motion made by: Alexander Lopez

Seconded by: ______________________________

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

Following adoption of the foregoing resolution, Linder Lopez, Natalia Dolhova, and Samuel Serban were confirmed as duly seated voting members of the Board of Rising with Melodies Inc. Linder Lopez, having been elected Director and nominated for the office of President, assumed the role of Chairperson for all remaining business. The meeting continued with a full quorum of three (3) Directors.

Note regarding Samuel Serban: *Samuel Serban currently serves as the Organization's primary educator in Trujillo, Peru, and receives a stipend for those services. In his capacity as a Director, Mr. Serban shall recuse himself from any Board votes directly concerning his own compensation or employment terms, in accordance with the Conflict of Interest Policy adopted at this meeting.*

VI. ADOPTION OF BYLAWS

The President presented the proposed Bylaws of Rising with Melodies Inc. (consisting of fifteen (15) Articles) for review and adoption by the Board. The Bylaws were reviewed and discussed in full by the Board of Directors.

Upon motion duly made and seconded, the following resolution was adopted:

RESOLUTION — ADOPTION OF BYLAWS

RESOLVED, that the Bylaws presented at this meeting, consisting of fifteen (15) Articles, are hereby adopted as the Bylaws of Rising with Melodies Inc., effective as of the date of this meeting, and that a signed copy of the Bylaws shall be placed in the Corporation's official records.

Motion made by: Linder Lopez

Seconded by: ______________________________

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

The Chairperson noted that Article Seven of the adopted Bylaws establishes a Youth Advisory Board. Upon motion duly made and seconded, the following additional resolution was adopted:

RESOLUTION — ESTABLISHMENT OF THE YOUTH ADVISORY BOARD

RESOLVED, that the Board of Directors hereby explicitly approves the establishment of the Youth Advisory Board (the "YAB") as detailed in Article Seven of the Bylaws adopted at this meeting; and

FURTHER RESOLVED, that Alexander Lopez, age fifteen (15), Founder and Incorporator of the Corporation, is hereby designated as the inaugural **Youth Founder** of the Youth Advisory Board, in accordance with Article Seven, Section 3 of the Bylaws, and is recognized as the first member of the YAB; and

FURTHER RESOLVED, that the President is authorized and directed to appoint at least one (1) adult Director or qualified adult volunteer to serve as supervisor overseeing the initial formation of the YAB and the recruitment of additional youth participants between the ages of fourteen (14) and eighteen (18), in accordance with the provisions of Article Seven of the Bylaws.

Motion made by: Linder Lopez

Seconded by: ______________________________

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

VII. ADOPTION OF CONFLICT OF INTEREST POLICY

The President presented the Conflict of Interest Policy of Rising with Melodies Inc. for review and adoption. The Board was advised that the IRS requires charitable organizations applying for 501(c)(3) tax-exempt status to have a Conflict of Interest Policy in place. The policy was reviewed and discussed in full.

Upon motion duly made and seconded, the following resolution was adopted:

RESOLUTION — ADOPTION OF CONFLICT OF INTEREST POLICY

RESOLVED, that the Conflict of Interest Policy presented at this meeting is hereby adopted as the official Conflict of Interest Policy of Rising with Melodies Inc., effective as of the date of this meeting; and

FURTHER RESOLVED, that each Director and officer of the Corporation shall execute an Annual Conflict of Interest Disclosure Statement at this meeting and annually thereafter, and that signed disclosure statements shall be maintained in the Corporation's official records.

Motion made by: Linder Lopez

Seconded by: ______________________________

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

Each Director present executed and delivered a signed Annual Conflict of Interest Disclosure Statement, which are attached hereto as **Exhibit A**.

VIII. ELECTION OF OFFICERS

The President called for the election of corporate officers as provided in Article Six of the Bylaws. The following individuals were nominated and, upon motion duly made and seconded, unanimously elected to serve in the offices indicated until their successors are duly elected and qualified:

RESOLUTION — ELECTION OF OFFICERS

RESOLVED, that the following individuals are hereby elected to serve as officers of Rising with Melodies Inc. effective as of the date of this meeting:

President: Linder Lopez
Secretary: Samuel Serban
Treasurer: Natalia Dolhova

Motion made by: Linder Lopez

Seconded by: ______________________________

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

IX. CONFIRMATION OF FISCAL YEAR

Upon motion duly made and seconded, the following resolution was adopted:

RESOLUTION — FISCAL YEAR

RESOLVED, that the fiscal year of Rising with Melodies Inc. shall begin on January 1st and end on December 31st of each calendar year, consistent with Article Twelve of the Bylaws.

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

X. FEDERAL EMPLOYER IDENTIFICATION NUMBER

The President reported that Rising with Melodies Inc. has obtained a Federal Employer Identification Number (EIN) from the Internal Revenue Service. The IRS issued the EIN via Notice CP575E, dated April 10, 2026. The EIN assigned to the Corporation is: **42-1833918**.

RESOLUTION — EMPLOYER IDENTIFICATION NUMBER

RESOLVED, that the Federal Employer Identification Number assigned to Rising with Melodies Inc. by the Internal Revenue Service is hereby confirmed as **42-1833918** (IRS Notice CP575E, dated April 10, 2026), and that the President and/or Secretary are authorized and directed to use this EIN on all tax filings, applications, bank account openings, and official correspondence on behalf of the Corporation.

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

XI. AUTHORIZATION TO OPEN CORPORATE BANK ACCOUNT

Upon motion duly made and seconded, the following resolution was adopted:

RESOLUTION — CORPORATE BANK ACCOUNT

RESOLVED, that the President and Treasurer of the Corporation are hereby authorized to open one or more checking, savings, or money market accounts in the name of Rising with Melodies Inc. at such bank or financial institution as they deem appropriate; and

FURTHER RESOLVED, that the President and Treasurer are each authorized as signatories on said account(s), and that the Board may by resolution designate additional authorized signatories or require dual signatures for disbursements exceeding a threshold amount as provided in Article Ten of the Bylaws.

Designated Bank / Financial Institution: JPMorgan Chase Bank

Motion made by: Linder Lopez

Seconded by: ______________________________

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

XII. AUTHORIZATION TO APPLY FOR FEDERAL TAX-EXEMPT STATUS — IRS FORM 1023

The President advised the Board that in order for Rising with Melodies Inc. to be recognized as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code, the Corporation must file an application with the Internal Revenue Service on Form 1023 or Form 1023-EZ. The President further advised that obtaining 501(c)(3) recognition will allow donations to the Corporation to be tax-deductible to donors and will exempt the Corporation from federal income tax on its charitable activities.

Upon motion duly made and seconded, the following resolution was adopted:

RESOLUTION — AUTHORIZATION TO APPLY FOR 501(C)(3) TAX-EXEMPT STATUS

RESOLVED, that the President and/or Secretary of Rising with Melodies Inc. are hereby authorized and directed to prepare, execute, and file on behalf of the Corporation an Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code (IRS Form 1023 or Form 1023-EZ), together with all required attachments, including the Corporation's Articles of Incorporation, Bylaws, Conflict of Interest Policy, and any narrative description of activities; and

FURTHER RESOLVED, that the President is authorized to execute any and all documents, make any representations, and take any and all actions necessary to obtain recognition of the Corporation's tax-exempt status under Section 501(c)(3), including responding to any IRS requests for additional information.

Motion made by: Linder Lopez

Seconded by: ________________________________

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

XIII. GEORGIA STATE CHARITABLE REGISTRATION

The President advised the Board that the Corporation may be required to register with the Georgia Secretary of State as a charitable organization prior to soliciting donations from Georgia residents, under the Georgia Charitable Solicitations Act. Upon motion duly made and seconded, the following resolution was adopted:

RESOLUTION — GEORGIA CHARITABLE REGISTRATION AND AMENDED DIRECTOR FILING

RESOLVED, that the President and/or Secretary of the Corporation are hereby authorized and directed to file all required registrations with the Georgia Secretary of State and any other applicable state agency, and to renew such registrations annually as required by law; and

FURTHER RESOLVED, that the officers of the Corporation are authorized and directed to file an Amended Annual Registration with the Georgia Secretary of State to reflect the three (3) initial Directors (Linder Lopez, Natalia Dolhova, and Samuel Serban) and the corporate officers (President: Linder Lopez; Secretary: Samuel Serban; Treasurer: Natalia Dolhova) as elected at this meeting.

Motion made by: Linder Lopez

Seconded by: ______________________________

Vote: Ayes: 3 Nays: 0 Abstentions: 0

Result: ☑ Adopted ☐ Not Adopted

XIV. OTHER BUSINESS

The following additional matters were discussed and acted upon:

Recognition of Alexander Lopez as Founder and Youth Founder of the YAB. The Board recognized Alexander Lopez as the Founder of Rising with Melodies Inc. — the individual who established the Organization and filed its Articles of Incorporation. The Board further noted that, pursuant to Article Seven of the Bylaws, Alexander Lopez is hereby designated as the inaugural *Youth Founder* of the Youth Advisory Board (YAB), consistent with his age (15) and his foundational role in establishing the Organization. His eligibility to serve as a voting Director or officer shall be considered by the Board when he reaches the age of eighteen (18), as required under Article Four, Section 2 of the Bylaws.

XV. ADJOURNMENT

There being no further business to come before the meeting, upon motion duly made and seconded, the meeting was adjourned at 6:45 P.M. ET on June 21, 2026.

CERTIFICATE OF SECRETARY

I, the undersigned, do hereby certify that I am the duly elected and acting Secretary of Rising with Melodies Inc., a Georgia nonprofit corporation; that the foregoing is a true and accurate record of the proceedings of the Organizational Meeting of the Board of Directors of said Corporation; that the resolutions set forth herein were duly adopted; and that a quorum was present throughout the meeting.

Certified this 21st day of June, 2026.

Linder Lopez

Linder Lopez, President & Director

Samuel Serban

Samuel Serban, Secretary & Director

Natalia Dolhova

Natalia Dolhova, Treasurer & Director

(SEAL)

EXHIBIT A — SIGNED ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENTS

Attach a completed and signed Annual Conflict of Interest Disclosure Statement from each Director and officer. Blank disclosure forms are included in the Conflict of Interest

Policy document.