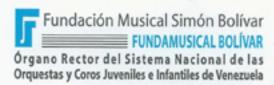
## MEMORANDUM OF UNDERSTANDING BETWEEN SIMON BOLIVAR MUSIC FOUNDATION VENEZUELA AND FRIENDS OF EL SISTEMA JAPAN

For the continuous cooperation between Japan and the Bolivarian Republic of Venezuela, this Memorandum of Understanding is entered into, by and between Simon Bolivar Music Foundation Venezuela (hereafter referred to as Fundamusical Bolivar) and Friends of El Sistema Japan (hereafterreferred to as El Sistema Japan) in order to invigorate academic and cultural collaboration and academic support to impart an "El Sistema" Venezuelan educational program, in Japan.

The Parties hereto shall promote their mutual interest through cooperation on issues as below:

- Fundamusical Bolivar shall support El Sistema Japan in its educational and academic program development and El Sistema Japan will promote its diffusion and evolution in Japan.
- Pursuant to vision and educational philosophy of Fundamusical Bolivar, El Sistema Japan shall provide free education for each and every recipient participating in El Sistema Japan's educational program.
- Fundamusical Bolivar shall provide educational, academic and musical teaching training support for the creation of the first Japan Núcleo in Soma City and the future Nuclei that could be created in Japanese territory.
- El Sistema Japan shall invite teachers and advisors from Fundamusical Bolivar to help and advice on academic and musical education needs in Japan.
- Fundamusical Bolivar shall provide educational material such as, but not limited to, scores
  used by Fundamusical Bolivar in its regular and daily activities in all their nuclei, in order
  to reproduce its methodology, by El Sistema Japan's programs.

Torre Oeste, Piso 18, Parque Central - Teléfonos: 571.08.94 - 573.70.91 - 574.91.54 - Fax: 574.90.32 - 577.90.29



- 6. For El Sistema Japan's development, Fundamusical Bolivar shall provide musical teacher training, in Venezuela and/or Japan, when recommendable, with expenses covered by El Sistema Japan. This refers to International Flight tickets, accommodation, meals and local transportation arrangements and costs shall be covered by El Sistema Japan, in all cases. A professional fee shall be paid by El Sistema Japan to the Fundamusical Bolivar's teachers, consultants and advisors travelling to Japan.
- El Sistema Japan shall provide the economic resources to assure educational materials for trainees, which need to be imported to Japan, from Fundamusical Bolivar in Venezuela.
- This Memorandum of Understanding is written in English, its legal translation must be approved by both sides to accurately reflect its fidelity to the original document. In case of discrepancy, the English version will prevail over the Japanese and Spanish translations.

In witness hereof, this Memorandum of Understanding shall be effective from the date of its signature by both parties. This Memorandum of Understanding shall be valid and remain in effect for two years, from that date.

Executive Director (t)

Fundación Musical Simón Bòl

Yutaka KIKUGAWA Executive Director / CEO

Friends of El Sistema Japa