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1.) Street Beat, Incorporated
(CORPORATE NAME & DOCUMENT #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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Street Boat, Incorporated, Corporate Articles, Page 1

ARTICLES OF INCORPORATION

OF

Street Boat, Incorporated

A FLORIDA NONPROFIT CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE ONE. NAME

The name of this corporation is STREET BEAT, INCORPORATED

ARTICLE TWO. STATEMENT OF
CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part 1 Chapter 617 of the Florida Statutes.

ARTICLE THREE. GENERAL AND SPECIFIC
PURPOSES

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of children within the community through educational interaction and for other charitable purposes, by the distribution of its funds for such purposes, and particularly for the development of children within the Glades area (South Bay, Belle Glade and Pahokee). Through musical training and motivational interactions with professionals and successful persons for enhancement of social/civic awareness through neighborhood revitalization and educational programs.

(b) The general purposes for which this corporation is formed are to operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

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(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR. TERM

This corporation shall have a perpetual existence.

ARTICLE FIVE. MEMBERSHIP

The corporation shall have a membership distinct from the board of trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE SIX. INCORPORATOR(S)

The names and residence addresses of the incorporator(s) this corporation are as follows:

Kenneth K. Jackson, Jr.
1101 Chorus Way
Royal Palm Beach, Fl. 33411

**ARTICLE SEVEN. LOCATION OF PRINCIPAL
OFFICE AND IDENTIFICATION OF REGISTERED
AGENT.**

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Palm Beach.

(b) The name and address of this corporation's registered agent is Kenneth K. Jackson, Jr. at 1101 Chorus Way, Royal Palm Beach, Fl. 33411.

ARTICLE EIGHT. MANAGEMENT OF
CORPORATE AFFAIRS

(A) Board of Trustees. The Powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be FIVE provided, however, that such number may be changed by a bylaw duly adopted by the members.

The trustees named herein as the first board of trustees shall hold office until the first meeting of members, to be held on September 27, 1996, at 8 o'clock a.m., at South Bay City Hall, at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the second annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be held at 8 o'clock a.m., on the first Monday in February of each year at the principal office of the corporation, or at such other place or places as the board of trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the board of trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of trustees are as follows:

The Reverend Johnny Johnson
1411 S. W. Avenue H
Belle Glade, Fl. 33430

Mr. Danny Jones
2197 Bacon Point Road
Pahokee, Fl. 33476

Mr. Michael Jackson
235 S.w. 2nd Avenue
South Bay, fl. 33493

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Mr. Aubin Robinson
1233 N. W. Avenue B
Belle Glade, Fl. 33430

Mrs. Virginia Walker
235 S.W. 2nd Avenue
South Bay, Fl. 33493

(b) Corporate Officers. The board of trustees shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

Kenneth K. Jackson, Jr.,
PRESIDENT & VICE PRESIDENT
1101 Chorus Way
Royal Palm Beach, Fl. 33411

Nerissa E. Jackson
SECRETARY & TREASURER
1101 Chorus Way
Royal Palm Beach, Fl. 33411

ARTICLE NINE. BYLAWS.

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

ARTICLE TEN. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN. DISTRIBUTION OF
ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE. AMENDMENT OF
ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these articles of incorporation on September 12th 1996.

I hereby also accept the designation
of registered agent.

Kenneth J. Jackson Jr.
Signature

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ARTICLE X

STATE OF FLORIDA)
)
PALM BEACH COUNTY)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Kenneth K. Jackson, Jr. and known to me to be the person who executed this foregoing Articles of Incorporation of STREET BEAT, INCORORATED and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of September, 1996.



Sheila Johnson
Notary Public, State of Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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