04095 INC. INDUSTRIES,

Requestor's Name

890 S.W. 87 AVENUE, SUITE: 16

Address

FLORIDA 33174 (305)552-5973

Other

City/State/Zip	Phone # ITATIVE TALLAHASSEE	Office	e Use Only
	ME(S) & DOCUMENT N	UMBER(S), (if know	n):
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NEW FILINGS Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/ Change of Registered Agent Dissolution/Withdrawal Merger		SECRETATION STATES
Annual Report Fictitious Name Name Reservation	Foreign Limited Partnership Reinstalement Trademark		RECEIVED 11 970CT 23 MHI: 11

Examiner's Initials

CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 24, 1997

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVE SUITE 16 MIAMI, FL 33174

SUBJECT: THE SOUTH FLORIDA PERCUSSION COMPANY, INC.

Ref. Number: W97000024231

We have received your document for THE SOUTH FLORIDA PERCUSSION COMPANY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 297A00051841

ARTICLES OF INCORPORATION

FOR

STOCTED PROSE THE SOUTH FLORIDA PERCUSSION COMPANY, INC.

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

NAME OF THE CORPORATION

The name of this Corporation shall be:

THE SOUTH FLORIDA PERCUSSION COMPANY, INC.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be:

11707 SW 92 Lane Miami, Fl. 33186

ARTICLE III DURATION

This Corporation shall have perpetual existence commencing on the date of this filing of the Articles of Incorporation with the Department of State.

ARTICLE IV PURPOSE OF CORPORATION AND NATURE OF CORPORATE BUSINESS

This Corporation is organized for the following business purposes:

To promote youth activities involving musical percussion performance and competition, and to engage in any and all lawful business activity permitted under the laws of the United States and the State of Florida.

ARTICLE V INITIAL BOARD OF DIRECTORS AND MANNER OF ELECTION OF DIRECTORS

This Corporation shall have <u>3</u> directors constituting the original Board of Directors. The number of directors may be either increased or decreased from time to time <u>by method stated in the bylaws</u>; however there shall never be more than <u>5</u> directors nor less than three. The names and post office addresses of the members of the first board of Directors of this Corporation are:

<u>NAMES</u>	POST OFFICE ADDRESS
Thomas H. Mazzeo	11707 SW 92 Lane
	Miami, Fl. 33186
Claudia Lopez	4595A SW 139 Ct.
-	Miami, Fl. 33175
Felix R. Peralta	9512 SW 140 Ct.
	Miami, Fl. 33186

ARTICLE VI CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE VII INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The name of the initial registered agent of this corporation is **Thomas H. Mazzeo**, and the street address of the initial registered office and the principal place of business of this corporation is

11707 SW 92 Lane Miami, Fl. 33186

ARTICLE VIII INCORPORATOR

The name and post office address of the incorporator executing the Articles of Incorporation of this Corporation are:

INCORPORATOR'S NAME

POST OFFICE ADDRESS

Thomas H. Mazzeo

11707 SW 92 lane Miami, Fl. 33186

ARTICLE IX NOT FOR PROFIT ACTIVITIES AND DISSOLUTION

- A. The purposes for which The South Florida Percussion Company, Inc. is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- B. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- C. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for public purpose. Any such assets not so disposed shall be disposed by a court of competent jurisdiction of the country in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE X ATTESTATION

IN WITNESS THEREOF, The undersigned Incorporator makes and files these Articles of Incorporation for the purpose and intent to carry on business within the State of Florida, and said Incorporator does attest that the above facts and statements are truly and correctly stated on this 28th day of October, 1997.

Thomas H. Mazzeo INCORPORATOR

STATE OF FLORIDA)
COUNTY OF DADE)

ON THIS DAY BEFORE ME, a Notary Public duly authorized in the State and County set forth above, personally appeared **Thomas H. Mazzeo**, to and by me known as the person described in the above Articles of Incorporation as the Incorporator, and HE acknowledged before me that HE executed the above-described Articles of Incorporation.

IN WITNESS THEREOF, I have set my hand and affixed my official seal at Miami, County of Dade, State of Florida, this <u>28th</u> day of <u>October</u>, 19<u>97</u>.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission expires:

Pamela J. Anderson
Pamela J. Anderson
Pamela J. Anderson
Commission No. CC 477208
Port My Commission Expires 6/28/99
Port My Commission Expires 6/28/99

<u>CERTIFICATE OF DESIGNATION</u> <u>REGISTERED AGENT/REGISTERED OFFICE</u>

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

- 1. The name of the corporation is: The South Florida Percussion Company, Inc.
- 2. The name and address of the registered agent and office is:

Thomas H. Mazzeo 11707 SW 92 Lane Miami, Fl. 33186

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Thomas H. Mazzeo

October 28, 1997

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