

PC97000092980

VIRGINIA RHODEN

Requestor's Name

207 RHODEN COVE Rd

Address

TALLAHASSEE FL 32312 893-3001

City/State/Zip

Phone #

FILED

97 OCT 29 PM 2:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. COLLECTORS' MUSIC & Merchandise Company
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

PH 10/29/97

**ARTICLES OF INCORPORATION
OF
COLLECTORS' MUSIC & MERCHANDISE COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of incorporating COLLECTORS' MUSIC & MERCHANDISE COMPANY (the "Corporation"), under the Laws of the State of Florida.

ARTICLE I

NAME - The name of the Corporation is: COLLECTORS' MUSIC & MERCHANDISE COMPANY.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS - The Corporation's principal office shall be located at 1400 Village Square Boulevard, #3-241, Tallahassee, Florida 32312 and its mailing address shall be 1400 Village Square Boulevard, #3-241, Tallahassee, Florida 3312.

ARTICLE III

TERM OF EXISTENCE - This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV

GENERAL PURPOSE OF CORPORATION - The general purpose of the Corporation and the nature of the business to be transacted by the Corporation are to engage in any and all activities and exercise any and all powers, rights and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK - The maximum number of shares of any equity security that the Corporation is authorized to have outstanding at any time shall be one thousand (1000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE VI

REGISTERED AGENT AND INITIAL REGISTERED OFFICE - The initial registered agent and the street address of the initial registered office of the Corporation shall be V. Virginia Rhoden, 207 Rhoden Cove Road, Tallahassee, Florida 32312. The Board of Directors may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

INDEMNIFICATION- The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the Corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees', or agents' duties to the Corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the Corporation's Bylaws and shall not deviate therefrom without amending said Bylaws.

ARTICLE VIII

DIRECTORS - The Corporation shall not have less than one (1) Director initially. The number of directors may be increased or decreased by the Board of Directors, as expressed in the Corporation's Bylaws, but shall never be less than one (1). A Director is not required to meet any qualifications other than those required by the laws of the State of Florida. The name and address of the initial director is as follows:

V. Virginia Rhoden
207 Rhoden Cove Road
Tallahassee, Florida 32312

ARTICLE IX

INCORPORATOR - The name and street address of the person acting as the Incorporator of the Corporation are as follows:

V. Virginia Rhoden
207 Rhoden Cove Road
Tallahassee, Florida 32312

ARTICLE X

PREEMPTIVE RIGHTS - There shall be no preemptive rights for holders of the Corporation's Common Stock..

ARTICLE XI

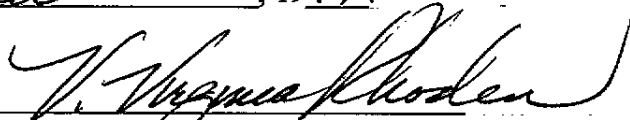
AMENDMENT - These Articles of Incorporation may be amended as provided under the laws of the State of Florida, or as provided in the Corporation's Bylaws.

ARTICLE XII

COMPENSATION - The Directors of the Corporation shall be entitled to establish their own compensation, consistent with the provisions of the Bylaws, and need not abstain from any

vote on compensation due to a conflict of interest. To the extent an officer is also a director of the Corporation, the officer who is also a director may vote on compensation issues, including his or her own compensation, without regard for any alleged or perceived conflict of interest.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation this 29th day of October, 1997.


V. VIRGINIA RHODEN

STATE OF FLORIDA

COUNTY OF LEON

I CERTIFY that on the 29th day of October, 1997, V. VIRGINIA RHODEN who is personally known to me or who presented identification in the form of N/A did execute the foregoing Articles of Incorporation as the Incorporator.


NOTARY PUBLIC



CLAIRE ANITA DUCHEMIN
MY COMMISSION # CG390490 EXPIRES
August 22, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE
OF
ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT OF
COLLECTORS' MUSIC & MERCHANDISE COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida, does hereby accept the appointment as such Registered Agent and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office which is located at:

207 Rhoden Cove Road
Tallahassee, Florida 32312

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Tallahassee, Leon County, Florida, this 29th day of October, 1997.

By:


V. VIRGINIA RHODEN