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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 15 2015

S. GILBERT

# TRANSMITTAL LETTER

**Department of State**
**Division of Corporations**
**P.O. Box 6327**
**Tallahassee, Florida 32314**

Subject: ***Boogie Down D-Jays & Crowd Control Music, Corp***
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and (1) copy of the Articles of Incorporation and a check for

| | | | |
|---|---|---|---|
| ☐ $70.00 Filing Fee | ☐ $78.75 Filing Fee & Certificate of Status | ■ $78.75 Filing Fee & Certified Copy | ☐ $87.50 Filing Fee Certified Copy & Certificate |

***From:*** ***Joseph Nelson***
***Name (Printed or Typed)***

***941 NW 176th Terrace***
***Address***

***Miami Gardens, Florida 33169***
***City, State, Zip***

***Telephone:*** ***(786) 985-4850***

IRS DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

Date of this notice: 04-07-2015

Employer Identification Number:
47-3648619

Form: SS-4

Number of this notice: CP 575 A

BOOGIE DOWN D-JAYS CROWD CONTROL
MUSIC CORP
941 NW 176TH TERRACE
MIAMI GARDENS, FL 33169

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 47-3648619. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120 08/15/2015

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

**IMPORTANT INFORMATION FOR S CORPORATION ELECTION:**

If you intend to elect to file your return as a small business corporation, an election to file a Form 1120-S must be made within certain timeframes and the corporation must meet certain tests. All of this information is included in the instructions for Form 2553, *Election by a Small Business Corporation*.

(IRS USE ONLY) 575A 04-07-2015 BOOG B 9999999999 SS-4

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, *Electronic Choices to Pay All Your Federal Taxes*. If you need to make a deposit immediately, you will need to make arrangements with your Financial Institution to complete a wire transfer.

The IRS is committed to helping all taxpayers comply with their tax filing obligations. If you need help completing your returns or meeting your tax obligations, Authorized e-file Providers, such as Reporting Agents (payroll service providers) are available to assist you. Visit the IRS Web site at www.irs.gov for a list of companies that offer IRS e-file for business products and services. The list provides addresses, telephone numbers, and links to their Web sites.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

**IMPORTANT REMINDERS:**

* Keep a copy of this notice in your permanent records. **This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.** You may give a copy of this document to anyone asking for proof of your EIN.

* Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.

* Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub.

Your name control associated with this EIN is BOOG. You will need to provide this information, along with your EIN, if you file your returns electronically.

Thank you for your cooperation.

(IRS USE ONLY) 575A 04-07-2015 BOOG B 9999999999 SS-4

Keep this part for your records. CP 575 A (Rev. 7-2007)

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Return this part with any correspondence
so we may identify your account. Please
correct any errors in your name or address.

CP 575 A

9999999999

Your Telephone Number
( ) -

Best Time to Call

DATE OF THIS NOTICE: 04-07-2015
EMPLOYER IDENTIFICATION NUMBER: 47-3648619
FORM: SS-4 NOBOD

INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

BOOGIE DOWN D-JAYS CROWD CONTROL
MUSIC CORP
941 NW 176TH TERRACE
MIAMI GARDENS, FL 33169

IRS.gov

**EIN Assistant**

Your Progress 1 Identity 2 Authenticate 3 Addresses 4 Details **5. EIN Confirmation**

**Congratulations! Your EIN has been successfully assigned.**

EIN Assigned: **47-3648619**

Legal Name: **BOOGIE DOWN D-JAYS CROWD CONTROL MUSIC CORP**

**IMPORTANT:**

**Save and/or print this page and the confirmation letter below for your permanent records.**

The confirmation letter below is your official IRS notice and contains important information regarding your EIN

CLICK HERE for Your EIN Confirmation Letter Help with saving and printing your letter

**Once you have saved or printed your letter**, click "Continue" to get additional information about using your new EIN. Continue >>

**Help Topics**

- What if I do not have access to a printer at this time?
- Can I access this letter at a later date?

# *Articles of Incorporation*
# *Of*
# *Boogie Down D-Jays & Crowd Control Music, Corp.*

The undersigned subscriber to these Articles Of Incorporation, desiring to form a Corporation under the laws of the State of Florida, do hereby accept all the rights and privileges, benefits and obligations conferred and imposed by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

## *Article I. Corporate Name*

FILED
15 MAY 11 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Name(s) of this Corporation shall be:

***Boogie Down D-Jays & Crowd Control Music, Corp.***

***Principle Address: 941- NW 176th Terrace***
***Miami Gardens, Florida 33169***

## *Article II. Terms of Existence*

This Corporation shall have: Perpetual Existence.

## *Article III. Purpose and Powers*

This Corporation is organized for the purpose of engaging in all lawful business permitted to corporations organized under the Florida General Corporation Act, as in effect from time to time.

a) To conduct and operate a business engaging in any lawful manner and pertaining to the Audio/Visual Recording business to include; but not be limited to television, music recording, video recording, artist management, music producing, music arranging, music composing, publishing, sales and marketing, exploitation of artistic talent and pre-recorded music of others. The company may acquire all of the necessary supplies, materials and other equipment to perform pertaining to the Audio/Visual Recording business to include; but not be limited to television, music recording, video recording, artist management, music producing, music arranging, music composing, publishing, sales and marketing, exploitation of artistic talent and pre-recorded music of others.

b) To purchase, or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, personal property and services of every class, kind and description pertaining to the Audio/Visual Recording business to include; but not be limited to television, music recording, video recording, artist management, music producing, music arranging, music composing, publishing, sales and marketing, exploitation of artistic talent and pre-recorded music of others.

c) To act as a broker, agent or factor for any person, firm or pertaining to Audio/Visual Recording business to include; but not be limited to television, music recording, video recording, artist management, music producing, music arranging, music composing, publishing, sales and marketing, exploitation of artistic talent and pre-recorded music of others.

d) To purchase, lease or otherwise acquire real and personal property and leaseholds thereof and interest therein, and to own, hold, manage, develop, improve, equip, maintain and operate and to sell, convey, exchange, lease or otherwise alienate and dispose of, and to exploit, pledge or otherwise encumber any and all such property and any and all legal equitable rights thereunder and interest herein.

e) To borrow or raise money for any of the purposes of the Corporation and from time to time without limit as to amount to draw, make, accept, endorse, execute, issue promissory notes, drafts, bill of exchange, warrants, bonds and other negotiable and non-negotiable instruments and evidence of indebtedness, and to secure payment thereof a conveyance or other assignment in trust, in whole or in part, in the assist of the Corporation, real, personal or mixed including contract right, whether at the time owned or thereafter acquired.

f) To guarantee, endorse, purchase, hold, sell, transfer, exploit, pledge, or otherwise acquire or dispose of the shares of the capital stock in exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

g) To enter into, make, perform and carry out contracts and arrangement of every sort and kind which may be necessary or convenient for the business of the Corporation or Business of a similar nature with any person, firm, corporation, association or syndicate or any private or municipal body existing under the government so far as or to the extent that the same may be done or performed pursuant to law.

h) To enter into or become a partner in an agreement for sharing profits, union of interest, corporation, joint venture or otherwise with any person, firm, corporation now carrying on or about to carry on any business which this corporation has the direct or incidental authority to pursue.

i) In general, to do any and all of the acts and things herein set forth to the same extent as natural persons could do and any part of the world as principal, factor, agent, contractor, broker, or otherwise either alone or in company with any entity or individual to establish one or more offices and or shareholders may be held and all or any part of the Corporation's business may be conducted; and to exercise all or any of its corporate powers and rights in the State of Florida and the United States of America and any foreign countries.

j) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and thing incidental thereto or connected therewith, to the extent permitted by the laws of the State of Florida and the United States of America.

## *Article IV. Capital Stock*

There is to be 1,000 shares at a cost of $100.00 per each in this Corporation.

## *Article V. Initial Capital*

The maximum number of shares that this Corporation is Authorized to have outstanding at any one time is 1,000 shares of common stock, each having no par value. The considerations to be paid for each share shall be fixed by the Board of Officers and any share so liable to any further call or assessment thereon, and the holders of such share shall not be liable to any further incorporation of the directors.

The Capital Stock may be paid for in property, labor or services at just valuation to be fixed by the incorporation of the Officers.

The stock shall be issued from time to time as may be determined by the Board of Officers. All of the issued stock of all classes shall be subject to the following restriction on transfer.

a) Each shareholder's share offer to the remaining shareholder or to this corporation a thirty (30) day "first refusal" option to purchase his/her stock should he or she elect to sell his/her shares of capital stock of this Corporation.

b) The shareholders of this Corporation shall have preemptive rights to acquire unissued or treasury share of the capital stock of this Corporation, in proportion to their interest in the outstanding capital of the Corporation.

c) Upon dissolution or liquidation of the Corporation, the holders of stock shall be entitled to distribute as their holdings may appear upon the stock records of the Corporation.

## *Article VI. Officers*

This Corporation shall have initially one President/CEO. The number of other Officers may be increased or diminished from time to time according to the Bylaws of the Corporation.

The name and mailing address of the initial President who shall hold office until his successor or successors are elected and have qualified is as follows:

***Mr. Joseph Nelson***
***941 NW 176th Terrace***
***Miami Gardens, Florida 33169***

The names, addresses of the Officers who will serve until the first election or appointment under these Articles of Incorporation are:

| Name | Street Address | Office |
|---|---|---|
| ***Joseph Nelson*** | ***941 NW 176th Terrace, Miami Gardens, Fl*** | ***President/CEO*** |
| ***Mrs. Barbara Nelson*** | ***941 NW 176th Terrace, Miami Gardens, Fl*** | ***Vice President*** |
| ***Mr. Nathaniel Daniels*** | ***941 NW 176th Terrace, Miami Gardens, Fl*** | ***Secretary/Treasurer*** |

## *Article VIII. Incorporator*

The name and mailing address of the Incorporator is as follows:

***Mr. Joseph Nelson***
***941 NW 176th Terrace***
***Miami Gardens, Florida 33169***

IN WITNESS WHEREOF, the above named Incorporator(s), Officers and Registered Agent has hereunder subscribed his/her name, this 7th day of April, 2015.

Incorporator

# Certificate of Designation
# Registered Agent/Registered Office

Pursuant to the provisions of Section 607.0501. 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:

***Boogie Down D-Jays & Crowd Control Music , Corp.***

2. The name and address of the registered agent and office is:

***Mr. Joseph Nelson***
***941 NW 176th Terrace***
***Miami Gardens, Florida 33169***

Signature: _____
Registered Agent

Title: Registered Agent

Dated: 04 / 07 /2015

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 comp and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature _____

Dated: 04 / 07 /2015