

NO100000720

LAW OFFICES  
J. MICHAEL MALONE

523 WEST COLONIAL DRIVE  
ORLANDO, FLORIDA 32804

October 1, 2001

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Corporate Records Bureau  
Division of Corporations  
Secretary of State  
P.O. Box 6327  
Tallahassee, Florida 32301

FILED  
01 OCT -9 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: ALL STAR MUSIC FESTIVAL, INC.

300004628363-3  
-10/09/01-01023-017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above said corporation along with my trust check for \$ 78.75 to cover the costs of filing the same. Once the Articles have been filed, I would appreciate you returning a certified copy to me for my records.

Thank you for your cooperation in this regard.

Yours very truly,

  
J. MICHAEL MALONE

JMM/dlc

enclosures (2)

G. BLALOCK OCT 10 2001

**ARTICLES OF INCORPORATION**

**OF**

**ALL STAR MUSIC FESTIVAL, INC.**

**FILED**

**01 OCT -9 PM 1:19**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

TO THE SECRETARY OF THE STATE OF FLORIDA;

The undersigned being over the age of eighteen years, desiring to become a body corporate under and pursuant to the laws of the State of Florida, for the purposes hereinafter stated, do hereby file in the office of the Secretary of State of said State this Articles of Incorporation for a corporation not for profit in accordance with the laws of the State of Florida, and do hereby set forth and certify as follows.

**ARTICLE I - NAME**

The name of the corporation shall be:

**ALL STAR MUSIC FESTIVAL, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal office shall be located in the City of Orlando, Orange County, Florida at 7548 Municipal Drive, Orlando, FL 32819, but the corporation shall have the right to establish and maintain other offices and places of business elsewhere and may transact its corporate business, including the meetings of its Board of Directors.

**ARTICLE III - PURPOSE**

The objects and purposes for which this corporation is formed are as follows:

1. To establish, organize, promote, and administer a music festivals in Florida, California and other States to showcase the talents of young musicians and youth musical groups for the purpose of generating funds for college scholarships.

2. To generally engage in, do and perform any enterprise or act that a natural person might or could do or perform in conjunction with or as necessary to establish and operate the music festival programs.

3. To exercise such other corporate powers as are provided in section 617.0302 of the Florida Statutes.

#### **ARTICLE IV – DURATION OF CORPORATION**

The Corporation shall have perpetual existence.

#### **ARTICLE V – MANNER OF ELECTION**

Election of Directors shall be by a vote of the membership in October of each year. Membership shall be defined by the By-laws of the corporation. The business of the corporation shall be conducted by the Board of Directors. There shall be five (5) Directors. Each Director will serve for a term of one (1) year and may be reelected for successive terms.

#### **ARTICLE VI – INITIAL DIRECTORS**

The initial Directors of the Corporation shall be:

JAMES M. SHULER, JR.  
7548 Municipal Drive  
Orlando, FL 32819

THOMAS A. FINIZIO, SR.  
715 North Ferncreek Ave.  
Orlando, FL 32803

J. MICHAEL MALONE  
523 West Colonial Drive  
Orlando, FL 32804

PAMELA MALONE  
523 West Colonial Drive  
Orlando, FL 32804

DALE CROW  
523 West Colonial Drive  
Orlando, FL 32804

#### **ARTICLE VII – INITIAL REGISTERED AGENT/STREET ADDRESS**

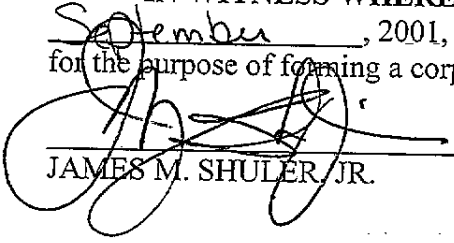
The registered office of said corporation shall be located at **523 West Colonial Drive, Orlando, Florida, 32804**, and the registered agent at that office shall be **J. Michael Malone, Esquire**.

#### **ARTICLE VIII - INCORPORATORS**

The name and post office address of each incorporator for these Articles of Incorporation

JAMES M. SHULER, JR.  
7548 Municipal Drive  
Orlando, FL 32819

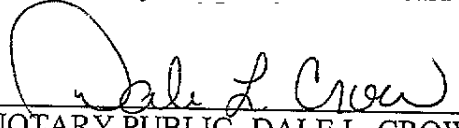
IN WITNESS WHEREOF, The undersigned has as of this 27<sup>th</sup> day of September, 2001, made and subscribed to these Articles of Incorporation for the purpose of forming a corporation pursuant to the laws of the State of Florida.

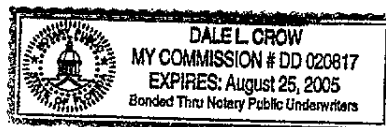
  
JAMES M. SHULER, JR.

STATE OF FLORIDA     )  
COUNTY OF ORANGE    )

**BEFORE ME**, the undersigned authority, personally appeared JAMES M. SHULER, JR. personally known to me and after first being duly sworn well known to me to be the person described in and who executed the above foregoing Articles of Incorporation, and he acknowledged the same freely and voluntarily for the purposes therein expressed and that all statements herein are true and correct.

WITNESS my hand and official seal in the County and State last aforesaid this 27 day of September, 2001.

  
NOTARY PUBLIC- DALE L. CROW  
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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In pursuance of Chapter 617, Florida Statutes, the following is submitted, in compliance with said Act:

That **ALLSTAR MUSIC FESTIVAL, INC.**, desiring to organize under the laws of the State of Florida as a corporation not for profit with its principal office as indicated in the Articles of Incorporation at City of Orlando, County of Orange, State of Florida has named J. Michael Malone, Esquire, located at 523 West Colonial Drive, located of Orlando, County of Orange, State of Florida, 32804 as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office.

BY:   
J. MICHAEL MALONE

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA