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**Florida Department of State
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Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA NON-PROFIT CORPORATION

re oyce inc.

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D. WHITE AUG 28 2002

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 02 AUG 28 PM 4:06
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

Jim Smith
Secretary of State

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17:01 2002-08-20

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**CERTIFICATE OF INCORPORATION
OF**

REJOYCE INC.

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned acting as the incorporator of a not-for-profit corporation under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation.

ARTICLE I: NAME

The name of the Corporation shall be **REJOYCE INC.**
herein after referred to as "Corporation."

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is
6532 Fletcher Street
Hollywood, FL 33023

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

- a. The corporation is not-for-profit, and is organized to perform personal training in vocal techniques, style and presentation; develop voices and training individuals' pitch control and diction; and establishing record labels. In carrying out the purposes, the corporation will by necessity and by choice, acquire real and personal property. Said property to be utilized in connection with religious, charitable, educational and scientific activities. The corporation will be empowered to raise funds for utilization in carrying out the above objects as allowed by Constitution and Bylaws of the organization; to receive gifts and grants of money and property of every kind, and to administer the same for religious, charitable, educational and scientific purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

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ARTICLE V: RESTRICTIONS ON ACTIVITIES

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or (b) by an organization, contribution to which are deductible under section 170 (c) (2) of the Internal Revenue Code.

ARTICLE VI: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 9010 SW 137 Avenue, Miami FL 33186 Herbert Fabio is the registered agent of the Corporation at that address.

ARTICLE VII: BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is five (5) and names and addresses of those people who are to serve as initial directors are:

NAME:	ADDRESS:
Joyce Ferguson President	6532 Fletcher St. Hollywood FL 33023
Cleveion Ferguson, Jr. Secretary	6532 Fletcher St Miramar, FL 33025
Mildred Nash Treasurer	14214 NE 3 rd Ct. North Miami Beach, FL 33161
Jeannetta Harris Director	5509 NW Miami Ct. Apt #3 Miami FL 33127
Julie Campbell Director	18430 NW 5 th Avenue Miami, FL 33169

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The number of directors may be increased from time to time by an amendment to the bylaws; however there shall never be less than three directors. All directors shall be selected as provided by the bylaws.

ARTICLE VIII: AMENDMENTS

These Articles of Incorporations may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present provided that notice of the intention to submit amendments shall have been as provided by the bylaws.

ARTICLE IX: DISTRIBUTION OF ASSETS UPON DISSOLUTION

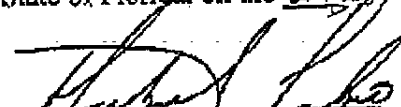
Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE X: INCORPORATOR

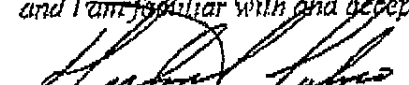
The incorporator of the Corporation is as follows:
HERBERT FABIO
9010 SW 137 Avenue
Suite 245
Miami, FL 33186

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SECRETARY OF STATE

IN WITNES WHEREOF, I have hereunto set my hand and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, on the 21 day of August, 2002.


Herbert Fabio, Incorporator

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


Herbert Fabio, Registered Agent

8/27/02
Date

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