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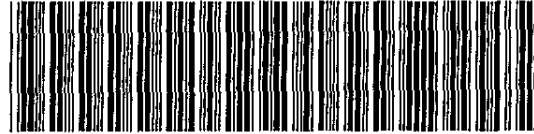
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAW OFFICES

CHARLES F. KLINE

A Professional Association

831 North Dixie Highway
Lake Worth, Florida 33480
(561) 585-5303
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Charles F. Kline, Esquire
Member Florida & Pennsylvania Bars

Andrea Stein, B.S. Legal Studies
Lynn Greitzer, Legal Assistant
Bertha Rodriguez, Office Manager

All Correspondence to the Lake Worth, Florida address

November 2, 2004

Secretary of the State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: SWAT MUSIC, INC.

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for SWAT MUSIC, INC. There is a check in the amount of \$78.75 for the filing fees and a copy. Please send the articles to:

Charles F. Kline, Esquire
831 North Dixie Highway
Lake Worth, Florida 33460

Thank you.

Respectfully submitted,



Charles F. Kline, Esquire

CFK/as

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SWAT MUSIC, INC.
A NOT FOR PROFIT CORPORATION**

I, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporation for profit, and for that purpose, do hereby certify, declare and set forth as follows, to wit:

ARTICLE I

NAME: The name and address of this corporation shall be:

SWAT MUSIC, INC. 3870 VICTORIA DRIVE, WEST PALM BEACH, FLORIDA 33406.

ARTICLE II

NATURE OF BUSINESS: The general nature of the business to be transacted by this corporation is a corporation organized as a not for profit corporation for the purpose of transacting any and all lawful business as a non profit enterprise with an emphasis on the music industry.

ARTICLE III

TERM OF EXISTENCE: This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE IV

ELECTION OF DIRECTORS: The directors are to be appointed or elected as stated in the bylaws.

ARTICLE V

LIMITATION OF CORPORATE POWERS: The corporation powers of this corporation are as provided in section 617.0302, Florida Statutes, unless stated in the bylaws.

ARTICLE VI

REGISTERED AGENT AND REGISTERED OFFICE: The Registered Agent of said corporation shall be: Luther Hollis

The Registered Office of Registered agent being:
3870 Victoria Drive West Palm Beach, Florida 33406.

ARTICLE VII

OFFICERS AND DIRECTORS: The names and post office addresses of the first directors of this corporation who shall hold office for the first year or until their successors are chosen shall be:

Luther Hollis	President
LaFlorence Hollis	Secretary/Treasurer

The corporation shall have at least one and no more than 5 directors and no person shall be required to own, hold or to control stock in the corporation as a condition precedent to holding any office in this corporation.

ARTICLE VIII

INCORPORATOR: The name and address of the Incorporator signing these articles is:
Luther Hollis 3870 Victoria Drive West Palm Beach, Florida 33406.

ARTICLE IX

OFFICERS: The officers of this corporation shall be a President and such other officers

an agents as may be necessary. All officers and agents, and factors as may be deemed necessary, shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed in the by-laws or determined by the Board of Directors.

Any person may hold two or more offices. This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE X

POWERS: This corporation shall have the following powers:

A. to have a corporation seal, which may be altered at pleasure, and to use the same by causing it, or facsimile thereof to be impressed affixed, or any other manner reproduced.

B. To purchase, take receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in, and with real or personal property or any interest therein wherever situated.

C. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of the property and assets.

D. To lend money to and use the credit to assist the officers and employees in accordance with Florida State sec. 617.

E. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligation of, other domestic or foreign corporations, associates, partnerships, or individuals, or direct or indirect obligations of United States or any other government, state, territory, governmental district, or municipality, or any instrumentality

thereof.

F. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its bonds, notes, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property franchises and income. To buy and sell and transfer options.

G. To lend money for corporate purposes, invest and reinvest its funds, and to take and hold real and personal property as security for payment of the funds so loaned or invested.

H. To conduct its business, carry on the operation and have offices and exercises the powers granted by the Florida Statutes, 617, within or without the State.

I. To elect or appoint officers and agents of the corporation and define their duties and to fix their compensation.

J. To make and alter the by-laws, not inconsistent with these Articles of Incorporation, or laws of the State of Florida, for the administration and regulation of the affairs of the corporation.

K. To make donations for the public welfare or for charitable, scientific, or educational purposes.

L. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

M. To pay pensions and establish pension plans, profit sharing plans, stock options plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers and employees of its subsidiaries.

N. To be a promoter, incorporation, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

O. To have and exercise all powers necessary or convenient to affect the purposes of this corporation.

I, Luther Hollis, do hereby accept service of process for SWAT MUSIC, INC.


Luther Hollis

The undersigned has executed these Articles of Incorporation this 2th day of
November, 2004.


Luther Hollis, Incorporator

The foregoing Articles of Incorporation were prepared and submitted by
Charles F. Kline, Esquire, 831 N. Dixie Hwy., Lake Worth, FL 33460.

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TALLAHASSEE, FLORIDA