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Horace Bailey JR  
P.O. 952  
Lakeland, Florida 33802

March 17, 2000

Secretary of State  
Corporation Division  
Executive Towers  
Tallahassee, FL 32304

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Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of Imani Entertainment Inc. Please file these with the appropriate authorities. I have enclosed a check to cover the filing costs and fees.

If you have any questions or should you require any further information, please contact me at (863) 686-8749 or the address above.

Sincerely,

*Horace Bailey JR*

Horace Bailey JR

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CC.  
3-29-00

**Articles of Incorporation  
of  
Imani Entertainment Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**I.  
Name**

The name of the Corporation is Imani Entertainment Inc., hereinafter referred to as the "Corporation."

**II.  
Purposes**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**III.  
Principal Office and Registered Agent**

The principal office of the Corporation is 107 Morningside Dr. Suite B., Lakeland, Florida 33803. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is Horace Bailey, 107 Morningside Dr. Suite B., Lakeland, Florida 33803.

**IV.  
Duration**

The duration of the Corporation shall be perpetual.

**V.  
Initial Business**

The initial business of the Corporation shall be:

1. Publication- Distribution of copies or phonorecords, CD, tapes, video's of a work to the public by sale or other transfer of ownership or by rental, lease, lending or for purposes of public performance, or public display.
2. To secure and register copyrights and trademarks.
3. To own and operate a recording studio
4. To sign artists to a recording contracts and release a Copyrighted composition

5. To Record and release a Copyrighted composition

- a.) Reproduce the copyrighted work in copies or phonorecords. The definition provided by the 1976 Copyright Act.
- b.) Prepare derivative works based upon the copyright work according to the 1976 Copyright Act definition.
- c.) Distribute copies or phonorecords of the copyrighted work to the public by sale or other transfer of ownership, or by rental, lease, or lending.
- d.) Perform the copyrighted work publicly, in case of literary, musical, dramatic, and choreographic works, pantomimes, And motion pictures and other audiovisual works.
- e.) Display the copyrighted work publicly, in the case of literary, musical, dramatic, and choreographic works, pantomimes,
- f.) And pictorial graphic or sculptural works; including the individual images of a motion picture or their audiovisual work.

6. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment of furtherance of the purpose of this Corporation.

7. Perform as a talent scout in the discovery of new artists in choosing appropriate musical material and in selecting and supervising arrangers, accompanists, studios, and engineers

**VI.**

**Capital Stock**

The Corporation is authorized to issue only one class of shares of stock, which shall be, designated Common Stock. The total number of shares the Corporation shall have authority to issue is 6000, each share to have a par value of \$1.00 per share.

**VII.**

**Incorporators**

The names and mailing addresses of the incorporators are:

<u>Incorporator Name</u>	<u>Incorporator Address</u>
DeAundre L Williams	606 Kansas Ave Lakeland, FL 33805
Tyson T Odom	606 Kansas Ave Lakeland, FL 33805
Russell E Odom	606 Kansas Ave Lakeland, FL 33805
Horace Bailey Jr.	P.O. Box 952 Lakeland, FL 33802

**VIII.**

**Directors**

The number of directors constituting the initial Board of Directors of the Corporation is four. The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

<u>Director Name</u>	<u>Director Address</u>	
DeAundre L Williams	606 Kansas Ave Lakeland, FL 33805	President
Tyson T Odom	606 Kansas Ave Lakeland, FL 33805	Vic - President
Horace Bailey	P.O. Box 952 Lakeland, FL 33803	Treasurer
Russell E Odom	606 Kansas Ave Lakeland, FL 33805	Secretary

**IX.**

**No Personal Liability**

The private property of the stockholders shall not be subject to the payment of corporate debts.

**X.**

**Operating Provisions**

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

**XI.**

**Fiscal Year**

The fiscal year of the Corporation shall be from JANUARY to DECEMBER of each year.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the 20th day of MARCH, 192000.

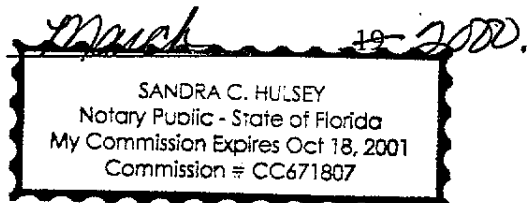
DeAundre Williams  
Tyson T Odom  
Russell E. Odom  
Horace Bailey

State of Florida

County of Polk

DeLundre Lyons Horace Russell  
Williams Edom Bailey Edom BEFORE ME, the undersigned authority, on this day personally appeared \_\_\_\_\_, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 20<sup>th</sup> day of



Sandra Hulsey  
Notary Public in and for the  
State of Florida

My Commission Expires:

State of \_\_\_\_\_

County of \_\_\_\_\_

BEFORE ME, the undersigned authority, on this day personally appeared \_\_\_\_\_, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
Notary Public in and for the  
State of \_\_\_\_\_

My Commission Expires:

**Certificate Designating Registered Agent**  
**Place of Business or Domicile for the Service of**  
**Process Within Florida, and Acceptance of Agent**  
**Upon Whom Process May Be Served:**

In compliance with Sections 48.09 and 607.034, Florida Statutes, the following is submitted

FIRST that Imani Entertainment Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 107 Morningside Dr. Suite B., Lakeland, Florida 33803. Has named Horace Bailey located at 107 Morningside Dr. Suite B., Lakeland, Florida 33803 as its registered agent for service of process within Florida

Dated March 6, 2000

DeAundre L Williams  
DeAundre L Williams Incorporator

Tyson T Odom  
Tyson T Odom Incorporator

Russell E. Odom  
Russell E Odom Incorporator

Horace Bailey  
Horace Bailey Jr. Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, Thereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Horace Bailey  
Horace Bailey Jr. Treasurer

FILED  
MAR 24 PM 2:55  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA