

TRANSMITTAL LETTER

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

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SUBJECT:

Salt Life Incorporated
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

EFFECTIVE DATE
4-24-00

Enclosed is an original and one(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 of
Status

ADDITIONAL COPY REQUIRED

FROM:

Tony Dion Curry
Name (Printed or typed)

1730 West 23rd Street
Address

Jacksonville, Florida 32209
City, State & Zip

(904) 765-8312
Daytime Telephone number

FILED
2000 APR 26 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

OK 4/27

EFFECTIVE DATE

4-24-00

FILED

2000 APR 26 AM 9:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF CORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE ONE NAME

The name of the corporation is Salt Life Incorporated.

ARTICLE TWO PRINCIPLE OFFICE

The principle place of business/mailling address is:

1730 West 23rd Street
Jacksonville, Florida 32209

ARTICLE THREE PURPOSE

The general purpose of the corporation is to have and exercise all rights and powers conferred on nonprofit corporations under the laws of the state of Florida.

The specific purposes for which the corporation is organized are to of engaging in the business of entertainment and musical productions, distribution and sales, other types of communication media, and operation of a promotional company or companies of various entertainers and groups and their music in words, songs, instruments, and books; and such other forms of entertainment and the sales, distribution and promotion of products related thereto.

The corporation may also transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR SHARES

The aggregate number of shares that the corporation has authority to issue is 4,000, divided into two of more classes. The Board of Directors shall designate each class, the number of shares of each class, and the per value, if any, of the shares of each class.

ARTICLE FIVE INTIAL OFFICERS/DIRECTORS

The initial board of directors of the corporation shall consist of two members. The name and address of each initial director, who shall serve until the election of their successor, is:

Tony Dion Curry, 1730 West 23rd Street, Jacksonville, Florida 32209

Vernon Robinson, 821 3rd Avenue South, Jacksonville Beach, Florida 32250

The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, if any, tenure of office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of the Board of Directors, shall be as stated in the By-Laws.

The affairs of the corporation shall be managed and administered by a Board of Directors. The Board of Directors shall consist of persons interested in furthering the purposes of the corporation and to serve the collective interests of the shareholders.

The administrative and business affairs of the corporation shall be conducted by the officers of the corporation who shall also be the members of the Board of Directors. The officers of the corporation shall consist of President, Vice-President, and Treasurer. Other officers may be provided by the By-Laws.

The initial officers of the corporation are:

President	Tony Dion Curry
Vice-President	Vernon Robinson
Treasurer	Tony Dion Curry

ARTICLE SIX **REGISTERED AGENT**

The name and street address of the initial registered agent is:

Tony Dion Curry, 1730 West 23rd Street, Jacksonville, Florida 32209

ARTICLE SEVEN **INCORPORATOR**

The name and street address of the incorporator is:

Tony Dion Curry, 1730 West 23rd Street, Jacksonville, Florida 32209

ARTICLE EIGHT **DURATION**

The term of existence of the corporation is perpetual.

ARTICLE NINE **AMENDMENT OF ARTICLES AND BY-LAWS**

The article of incorporation and/or by-laws of this corporation shall be amended, altered or rescinded by two-third vote of the shareholders attending a duly called meeting for that purpose. The amendment of the articles of incorporation and/or by-laws shall be binding on all shareholders of the corporation.

ARTICLE TEN **INDEMNIFICATION**

Every officer, director, and trustee of this corporation shall be indemnified by the Corporation to the fullest extent of the law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on connection with any proceeding or any settlement of any proceeding to which the corporation becomes involved by reason of being or having been an officer, director, or trustee of the corporation when acting on good faith within the scope of such office, or fiduciary capacity.

ARTICLE ELEVEN **DIRECTORS TO BE SHAREHOLDERS**

Other than the initial Directors, no person shall be deemed to have duly qualified as Director of the Corporation unless he or she is a holder of no less than 100 of the common shares of the corporation. Should a Director, other than an initial Director, cease to hold sufficient shares, the office of that Director shall be deemed vacant.

ARTICLE TWELVE **PREEMPTIVE RIGHTS GRANTED IN PROPORTION TO SHARES**

Each shareholder of any class of stock of this corporation shall be entitled to preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, which may be issued at any time by the corporation.

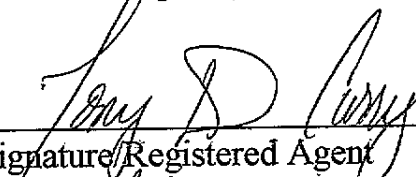
Each shareholder shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares that held by the shareholders bears to the total number of shares of the same class than outstanding.

plan without receipt of consideration by the corporation or any exchange of shares of that class for stock or securities of any other corporation pursuant to a reorganization or merger, consolidation, or dissolution of corporation;

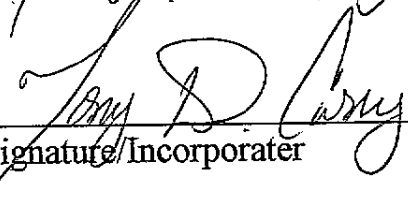
8. Amendment, termination, interpretation, and administration of the plan by the Board of Directors or any committee designated by the Board of Directors; and
9. Any other matters, not prohibited by law, as may be included in the plan as approved or authorized by the Board of Directors or any designated committee.

The corporation shall commence its existence on Monday April 24, 2000.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Signature/Registered Agent

4-24-00
Date


Signature/Incorporator

4-24-00
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2000 APR 26 AM 9:58

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In its discretion and from time to time, the Board of Directors may determine that the shareholders have preemptive rights in shares issued by the Board, at the price determined by the Board. Should the Board offer preemptive rights in any portion of the shares of the corporation, whenever authorized, or any obligation convertible into shares of corporation, the offer shall not constitute a waiver of release of the right of the Board to subsequently dispose of other portions of the shares or obligations without offering them to the shareholders.

EMPLOYEE SHARE PURCHASE PLAN

The corporation may, on terms and conditions authorized in this paragraph, provide and carry out an employee share purchase plan or plans, providing for the issue and sale, or for the granting of options for the purchase of its unissued shares, or of purchased or acquired, to employees of the corporation or any of the plan or plans are not subject to preemptive rights. The plan or plans may fix the consideration for the sale of shares. Becoming effective, any employee share purchase plan must be approved and authorized by the Board of Directors.

Each plan may include, among other things, provisions determining or providing for determination by the Board of Directors, or any committee designated by the Board of Directors, of:

1. Eligibility of employees, including officers and directors, to participate therein;
2. The number and class of shares that may be subscribed for or for which options may be granted under the plan;
3. The time and method of payment;
4. The price or prices at which shares shall be issued or sold;
5. the effect of the death of an employee participating in the plan or termination of his employment, including whether there shall be any option or obligation on the part of the corporation to repurchase the shares;
6. Restrictions, if any, on the transfer of the shares and the time limits and termination of the plan;
7. Termination, continuation, or adjustments of the rights of participating employees on the happening of specified contingencies, including increase or decrease in the number of issued shares of the class covered by the