

P00000070756

Requester's Name

Fidelity Accounting Services

P.O. Box 15698

Panama City, FL 32406

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #) 100003280581--3
-06/07/00--01100--010

2. _____ (Corporation Name) (Document #) *****78.75 *****78.75

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials *aj*



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 14, 2000

FIDELITY ACCOUNTING SERVICES
P.O. BOX 15698
PANAMA CITY, FL 32406

SUBJECT: PHATLAND MUSIC, INC.
Ref. Number: W00000015136

We have received your document for PHATLAND MUSIC, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 300A00034083

**ARTICLES OF INCORPORATION
OF
PHATLAND MUSIC, INC.**

00 JUL 25 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1. The name of the corporation is **PHATLAND MUSIC, INC.**
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act, including, but not limited to the sale, promotion, or any other lawful activity as relates to the general business activity associated with music or any other retail or wholesale trade.
4. The aggregate number of shares of capital stock which the corporation shall have authority to issue is 100,000 shares of common stock, par value \$.01 per share.
5. The location and mailing address of the initial registered office and principal office of the corporation are 3135 East Business Highway 98, Panama City, Florida 32401, and the name of its initial registered agent at such address is David McKinzie.
6. The number of directors constituting the initial board of directors of the corporation is one (1), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders and until their successors are elected and shall qualify are as follows:

<u>Name</u>	<u>Address</u>
David McKinzie	3135 E. Business Hwy. 98 Panama City, FL 32401

7. The name and address of the incorporator of the corporation is David McKinzie, 3135 East Business Highway 98, Panama City, FL 32401.
8. Any shareholder, or the corporation itself as provided by these by laws, shall have the pre-emptive right to purchase shares of any class of capital stock of the

such treasury shares as was incurred by the corporation. Such right shall include the right to notice of consideration of offer to purchase shares, if such offer is valid and reasonable and said shareholder intends to exercise any of the rights afforded by such offer, such notice shall be given with a minimum of seven days consideration and upon the payment of an amount equivalent to the offer in consideration plus one dollar (US), allowing that said consideration may be required by the selling shareholder to be paid not less than thirty days from the notification of intent to purchase and said notification of intent to purchase to be provided before the end of the seven day consideration period, said shares shall be transferred to the electing shareholder. Any shareholder may utilize this section to purchase any amount or all shares as may be stipulated by the duly required notice of consideration of offer to purchase shares regardless of any requirements in the offer under consideration requiring a stated or minimum number of shares. The provisions of this section shall not apply upon any current shareholders who are engaging in any transactions involving shares of the corporation as long as both the buying and selling parties are both current shareholders and the shares transferred inure to the benefit of a current shareholder. Further, this provision shall not apply to the sale or transfer of any shares to any trusts as long as the trust inures to the direct or indirect benefit of the transferring shareholder or said shareholders heirs and beneficiaries.

9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefor.

The undersigned, acting as incorporator of the corporation named herein in accordance with the Florida General Corporation Act, executes these Articles of Incorporation this 1st day of June, 2000.


David McKinzie

ACCEPTANCE OF INITIAL REGISTERED AGENT
PHATLAND MUSIC, INC.

I hereby accept appointment as Registered Agent for Phatland Music, Inc. and am familiar with and accept the duties and responsibilities as Registered Agent.

DATED as of the 1st day of June, 2000.


David McKinzie, Registered Agent

FILED
00 JUL 25 PM 2:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA