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## HERZFELD & RUBIN

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**KENNETH D. BAXTER, ESQ.**  
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August 22, 2000

### VIA FEDERAL EXPRESS

Secretary of State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
00 AUG 23 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: New Corporation, SO SERIOUS RECORDS, INC.

Dear Gentlemen:

600003368626--6  
-08/23/00--01053--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

I enclose herewith two original Articles of Incorporation of **SO SERIOUS RECORDS, INC.** together with my firm's check in the amount of \$70.00.

Please incorporate this new company and return the stamped Articles of Incorporation in the self-addressed stamped envelope which I have enclosed.

Should you have any questions or problems please feel free to contact me.

Very truly yours,

  
Kenneth D. Baxter

KDB/mf

NEW YORK OFFICE  
HERZFELD & RUBIN P.C.  
40 WALL STREET  
NEW YORK, NEW YORK 10006  
(212) 344-6600

NEW JERSEY OFFICE  
CHASE, KURSHAN, WEIDENFELD,  
HERZFELD & RUBIN, LLC  
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(973) 536-8840

CALIFORNIA OFFICE  
HERZFELD & RUBIN  
1925 CENTURY PARK EAST  
LOS ANGELES, CALIFORNIA 90067  
(310) 553-0461

Feb 3/28

**ARTICLES OF INCORPORATION OF  
SO SERIOUS RECORDS, INC.**

**FILED**  
**00 AUG 23 PM 2:20**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I**

The name of the corporation is **SO SERIOUS RECORDS, INC.**, having its principal office located at: 1318 East Louisiana Street, Plant City, Florida 33566.

**ARTICLE II**

The corporation may engage in or transact any and all activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III**

The corporation is authorized to issue and have outstanding at any one time an aggregate of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

**ARTICLE IV**

There shall be no preemptive rights accruing to the shareholders.

**ARTICLE V**

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

REGISTERED AGENT: KENNY KELLY  
REGISTERED OFFICE: 1318 East Louisiana Street  
Plant City, Florida 33566

Having been named initial Registered Agent to accept service of process for the corporation at the initial registered office designated herein, I hereby accept such status and consent to act in the capacity and agree to comply with all the requirements of law pertaining thereto.

  
Kenny Kelly

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation is one.

ARTICLE VII

The name and address of the members of the initial Board of Directors is:

KENNY KELLY  
1318 East Louisiana Street  
Plant City, Florida 33566

ARTICLE VIII

The name and address of the Incorporator of these Articles of Incorporation is:

KENNY KELLY  
1318 East Louisiana Street  
Plant City, Florida 33566

Kenny Kelly  
Kenny Kelly

STATE OF FLORIDA :  
COUNTY OF MIAMI-DADE :

BEFORE ME, the undersigned authority, personally appeared Kenny Kelly, who [ ] presented \_\_\_\_\_ as identification or who ☒ is personally known and who stated that he was the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed same for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Florida, this 11<sup>th</sup> day of August, 2000.

[Signature]  
Notary Public

