

Division of Corporations

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To:

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From:

Account Name : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850) 385-6735  
Fax Number : (954) 641-4192

**FLORIDA PROFIT CORPORATION OR P.A.**

**MUSIC & THINGS, INC.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
MUSIC & THINGS, INC.**

**ARTICLE I. CORPORATE NAME**

The name of this corporation is: MUSIC & THINGS, INC.

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III. PRINCIPAL ADDRESS**

The corporation's principal address is:

106850 US Highway 1  
Key Largo, Florida 33037-3115

**ARTICLE IV. CAPITAL STRUCTURE**

- A. The Board of Directors can create any type of Capital Structure necessary for the
- B. The initial capital structure of MUSIC & THINGS, INC., is \$5,000.00.  
operation of the Corporation. There can be different stocks of Par Value and Non-Par Value.
- C. The maximum number of shares of stock that this Corporation is authorized to issue

Prepared by:

Vivian Chou, Esq.  
Law Offices of Vivian Chou, P.A.  
7901 Ludlam Road, Suite 206  
Miami, Florida 33143

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and have outstanding at any one time is 500 shares of common stock having \$1.00 par value.

#### **ARTICLE V. TERM OF EXISTENCE**

This Corporation shall have perpetual existence, commencing upon filing of these articles.

#### **ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

VIVIAN CHOU, ESQ.  
LAW OFFICES OF VIVIAN CHOU, P.A.  
7901 Ludlam Road, Suite 206  
South Miami, Florida 33143

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

#### **ARTICLE VII. BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VIII. INITIAL DIRECTOR**

The name of the initial director of this Corporation and her street address is:

IRIS COHEN  
106850 US Highway 1  
Key Largo, Florida 33037-3115

The person named as initial director shall hold office for the first year of existence of this Corporation or until his/her successor is elected or appointed and has qualified, whichever occurs

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first.

#### ARTICLE IX. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

IRIS COHEN  
106850 US Highway 1  
Key Largo, Florida 33037-3115

#### ARTICLE X. OFFICERS

Subject to the discretion of the Board of Directors, the affairs of the Corporation shall be administered by its officers, as designated herein, who shall serve at the pleasure of the Board of Directors. Officers can be elected or appointed as determined by the Board, and may also be terminated by the Board. All other regulations concerning officers shall be determined by the Bylaws of the Corporation. Any individual can hold one or more positions as necessity dictates. The names and addresses of the initial officers are:

##### *President*

IRIS COHEN  
106850 US Highway 1  
Key Largo, Florida 33037-3115

##### *Secretary and Treasurer*

IRIS COHEN  
106850 US Highway 1  
Key Largo, Florida 33037-3115

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### ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, executed the foregoing Articles of Incorporation on the 10 day of July, 2001.

Iris Cohen  
IRIS COHEN

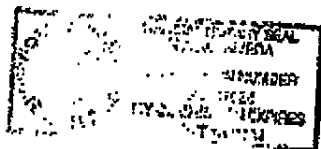
STATE OF FLORIDA :  
COUNTY OF MIAMI-DADE:

BEFORE ME, a Notary Public, personally appeared IRIS COHEN

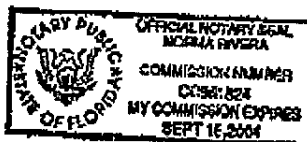
☒ who is personally known to me, or  
who has produced Driver's License as identification, and

executed the foregoing Articles of Incorporation, and acknowledged before me that he/she subscribed to these Articles of Incorporation on the 10<sup>th</sup> day of July, 2001.

(SEAL)



Norma Rivera  
Notary Public, State of Florida  
My Commission Expires:



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ACCEPTANCE OF REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That MUSIC & THINGS, INC., desiring to organize under the laws of the State of Florida, has named VIVIAN CHOU, ESQ., LAW OFFICES OF VIVIAN CHOU, P.A., 7901 Ludlam Road, Suite 206, South Miami, County of Miami-Dade, State of Florida, 33143, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
VIVIAN CHOU - Registered Agent

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