

P.01000102739

EFFECTIVE DATE  
10-15-01

WEIDNER, BOWDEN & WEIDNER

Attorneys at Law

Telephone (904) 641-0004  
Facsimile (904) 641-0760  
docs\_law@ix.netcom.com

11265 Alumni Way  
Second Floor  
Jacksonville, Florida  
32246-6685

Reply To:  
Donald W. Weidner, Esq.

FILED  
01 OCT 22 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 17, 2001

400004648154--1  
-10/22/01--01059--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75


Attention: New Filings  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Filing of Articles of Incorporation for  
Broken Vessels, Inc.

Dear Sirs:

Please find enclosed an original of the Articles of Incorporation for Broken Vessels, Inc., and a check in the amount of \$78.75 made payable to Secretary of State for the filing fee of \$70.00 and \$8.75 for the certified copy fee. Please file the same and return all correspondence, including the certified copy, to the above entitled firm to the attention of Donald W. Weidner, Esquire.

Sincerely,



Brenda Lawson  
Secretary for Donald W. Weidner

Enclosure

R:\WP60\DOCS\1995\95328\BrokenVessels.SecofSt.ltr.wpd

OCT 24 2001

EFFECTIVE DATE  
10-15-01

FILED  
01 OCT 22 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
***BROKEN VESSELS, INC.***

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**  
**Name**

Section 1.1. Name. The name of this corporation is Broken Vessels, Inc. and the address is 16 Fort Clinch Heights Road, Frost Proof, Florida 33843.

**ARTICLE II**  
**Duration**

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**  
**Purpose**

Section 3.1. Purposes. This corporation is organized for the purpose of establishing a contemporary Christian band.

This corporation shall have all the powers conferred upon it by the laws of the State of Florida or of any other State or country to engage in any business not prohibited by the Florida Corporation Act.

It is expressly hereby provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

**ARTICLE IV**  
**Capital Stock**

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares having no par value.

Section 4.2. Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

**ARTICLE V**  
**Initial Registered Office and Agent**

Section 5.1. Name and Address. The street address of the initial registered office of this corporation is **11265 Alumni Way, Suite 201, Jacksonville, Florida, 32246** and the name of the initial registered agent of this corporation at that address is **Donald W. Weidner, Esquire**.

**ARTICLE VI**  
**Directors**

Section 6.1. Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws. The composition of the board of directors and manner of selection of directors shall be as provided in the bylaws.

Section 6.2. Initial Directors. The names and street addresses of the members of the first board of directors of this corporation, who are licensed to practice medicine in the State of Florida, are:

<u>Name</u>	<u>Address</u>
Chris Johnson	16 Fort Clinch Heights Road Frost Proof, Florida 33843

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their service as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of this corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## **ARTICLE VII**

### **Bylaws**

Section 7.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

## **ARTICLE VIII**

### **Incorporator**

Section 8.1. Name and Address. The name and street address of the incorporator of this corporation is Donald W. Weidner, Weidner, Bowden & Weidner, 11265 Alumni Way, Suite 201, Jacksonville, FL 32246.

## **ARTICLE IX**

### **Amendment**


Section 9.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation by a vote of not fewer than sixty-six and six tenths percent (66.6%) of its Board of Directors of the corporation entitled to vote thereon, and any right conferred upon the shareholders is subject to this reservation.

## **ARTICLE X**

### **Dissolution**

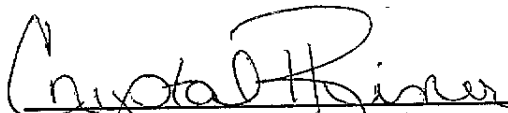
Section 10.1. Dissolution. The corporation may be dissolved at any time on the affirmative vote of the holders of at least sixty-six and six tenths percent (66.6%) of the Board of Directors of the corporation entitled to vote thereon. On dissolution, the corporation property and assets shall, after payment, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 15 day of Oct, 2001.

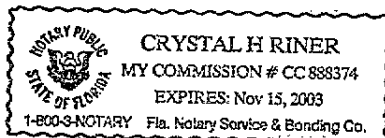
  
\_\_\_\_\_  
Donald W. Weidner, Esquire

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DUVAL    )

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of Oct, 2001, by Donald W. Weidner, Esquire, who is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida

My commission expires:




FILED  
01 OCT 22 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Certificate Designating or Changing Place  
of Business or Domicile for the Service of Process  
Within This State, Naming Agent Upon  
Whom Process May Be Served**

Pursuant to the requirements of Chapter 48.091, Florida Statutes, the following is submitted in compliance therewith:


That **Broken Vessels, Inc.**, a Florida Corporation, with its principal office as indicated in the Articles of Incorporation has named **Donald W. Weidner, Esquire at 11265 Alumni Way, Suite 201, Jacksonville, FL 32246** its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said act relative to keeping open said office.

  
Donald W. Weidner, Esquire

STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF DUVAL                 )

SWORN TO AND SUBSCRIBED before me this 15<sup>th</sup> day of Oct, 2001, by Donald W. Weidner, Esquire who is personally known to me.

  
Notary Public, State of Florida

My commission expires:

