

P02000006040

From:

Keenan Woods
1417 N.W. 95 ST
Miami, FL 33147

City/State/Zip

Phone #

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02 JAN 17 PM 2:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #) ~~300004746803--5~~
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NEW FILINGS

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

AMENDMENTS

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

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

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

Examiner's Initials

CS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 3, 2002

KEENAN WOODS
1417 NW 95 ST
MIAMI, FL 33147

SUBJECT: OFF TOP, INC.
Ref. Number: W02000000237

We have received your document for OFF TOP, 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):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 002A00000347

ARTICLES OF INCORPORATION OF

Off Top Records, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation shall be:

Off Top Records, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

1417 N. W. 95 St.

Miami, FL 33147

ARTICLE III - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLES IV - NATURE OF BUSINESS

This Corporation may engage in or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLES V - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$.01 par value common stock which shall be designated "Common Stock".

ARTICLES VI- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida address of the initial Registered Agent of

the Corporation is

Keenan Woods

1471 N.W. 95 St.

Miami, FL 33147

Registered Agent

Keenan Woods

Date *12/28/01*

ARTICLE VII - INCORPORATOR

The name and street address of the INCORPORATOR of these Articles
of Incorporation is:

Keenan Woods

1417 N. W. 95 St.

Miami, FL 33147

ARTICLE VIII - OFFICERS AND DIRECTORS

This Corporation shall have two Directors, initially. The number of
Directors may be increased from time to time by the by-laws but shall never be
less than two. The names and addresses of the initial Directors are:

Keenan Woods
1417 N. W. 95 St.
Miami, FL 33147

Jerald Randolph
1735 N. W. 121 St.
Miami, FL 33167

ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the Shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the Corporation or the remaining Shareholders, respectively. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this Corporation.

ARTICLES X - BY-LAWS

The power to adopt, alter, amend, or repeal By - Laws shall be vested in the Board of Directors and Shareholders.

ARTICLES XI- POWERS

This Corporation shall have all the corporate powers enumerated in the Florida General Corporations Act.

ARTICLES XII- INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law for any actions related to said business.

ARTICLES XIII- PREEMPTIVE RIGHTS

This Corporation elects to have preemptive rights.

ARTICLES XIV-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation. Any amendment hereto, and any right conferred upon the Shareholders, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 01 day of January 2002.

Pursuant to Chapter 92.525, Florida Statutes, under penalties of perjury I, Keenan Woods, declare that I have read the foregoing articles of corporation and the facts stated in it are true.

Keenan Woods

Keenan C. Woods

By: Keenan Woods

12/28/01
Date

Acceptance of Registered Agent of
Off Top Records, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated Corporation at the place designated. I hereby accept to act in the capacity And agree to comply with the provisions of chapter 48.091, Florida status, relative to the keeping open of said office.

Pursuant to chapter 92.525, Florida status, under penalties of perjury I, Keenan Woods, declare that I have read the foregoing acceptance of appointment and the facts stated in it are true.

Keenan Woods

Keenan Woods
by: Keenan Woods

01/15/02
Date