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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-04/30/02--01024--008
*****87.50 *****87.50

SUBJECT: Holy Smoke Records
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Paul Mills
Name (Printed or typed)

380 S.R. 434 Suite 1004-136
Address

Altamonte Springs, FL 32714
City, State & Zip

407-929-6620
Daytime Telephone number

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 30 PM 2:25

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF

HOLY SMOKE RECORDS INC.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be: Holy Smoke Records Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is: 380 S.R. 434 Suite 1004-136, Altamonte Springs, FL 32714.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is: To produce, record, and promote music.

ARTICLE IV. SHARES

The maximum number of shares this corporation is authorized to issue is two, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V. INITIAL OFFICERS/DIRECTORS

The names, addresses and titles are as follows:

Paul Mills, CEO and President, 380 S.R. 434 Suite 1004-136, Altamonte Springs, FL 32714.

Adrienne Hayworth Mills, Treasurer, 380 S.R. 434 Suite 1004-136, Altamonte Springs, FL 32714.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is Paul Mills, 380 S.R. 434 Suite 1004-136, Altamonte Springs, FL 32714.

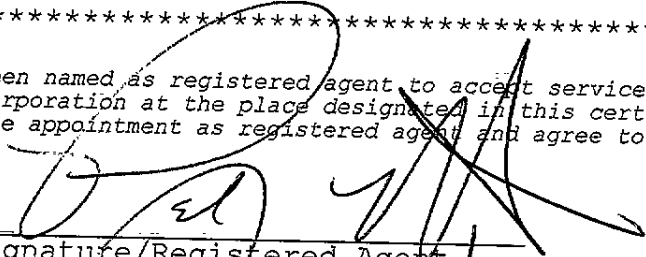
ARTICLE VII. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name	Address
Paul Mills	380 S.R. 434 Suite 1004-136 Altamonte Springs, FL 32714

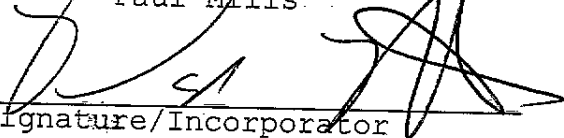
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent
Paul Mills

4-25-2002
Date



Signature/Incorporator
Paul Mills

4-25-2002
Date

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