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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

fla records & entertainment, inc.

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TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION
OF
FLA RECORDS & ENTERTAINMENT, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a Corporation under the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is **FLA RECORDS & ENTERTAINMENT, INC.** with principal office and mailing address located at 66 Hickory Hill Lane, Quincy, FL 32351.

**ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is organized to have outstanding one class of stock. The maximum number of Shares designed as common stock . The maximum number of shares of common stock, which the corporation is authorized to have outstanding, is 100 shares of common stock at \$1.00 per share.

Filed by: **PAMELLA B. WATSON, CPA, WATSON & COMPANY, P.A.
20401 NW 2ND AVENUE, SUITE #300 MIAMI, FLORIDA 33169**

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Holders of common stocks are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE V

FLA RECORDS & ENTERTAINMENT, INC. has named **Sam Ferguson** of 2217 SW 80th Terrace, Miramar, FL 33025 the initial Registered Agent to accept service of process within Florida. The principal place of business of the corporation in the state of Florida is 66 Hickory Hill Lane, Quincy, FL 32351.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall have four directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the Corporation. The name and street address of the four initial Director are:

Dwight Wilson	66 Hickory Hill Lane, Quincy, FL 32351
Sam Ferguson	2217 SW 80th Terrace, Miramar, FL 33025
Marjorie Blaise	66 Hickory Hill Lane, Quincy, FL 32351
Michael James	66 Hickory Hill Lane, Quincy, FL 32351

ARTICLE VII

INCORPORATION

The name and address of the incorporator of these articles of Incorporation is **Dwight Wilson** of **66 Hickory Hill Lane, Quincy, FL 32351**

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Director and the Shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 11 day of June 2002.


DWIGHT WILSON

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared **Dwight Wilson**, known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 11 day of June, 2002.



Nadine Wilson
NOTARY PUBLIC
State of Florida at Large

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CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR JUN 12 AM 8:34
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF SECRETARY OF STATE
AGENT UPON WHOM PROCESS MAY BE SERVED. TALLAHASSEE FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes the following is submitted:

FIRST that FLA RECORDS & ENTERTAINMENT, INC. is desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 66 Hickory Hill Lane, Quincy, FL 32351 has named Sam Ferguson of 2217 SW 80th Terrace, Miramar, FL 33025 as its Registered Agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated this 11 day of June 2002.

BY:


 SAM FERGUSON

Registered Agent

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