

TRANSMITTAL LETTER

P02000115556

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

SUBJECT: Black Coffee Alchemy, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900008103679--1
-09/30/02--01062--009
*****87.50 *****87.50

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

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

± \$78.75 ✓ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Derick Cordoba
Name (Printed or typed)

P.O. Box 612362
Address

Pompano Beach, FL 33061
City, State & Zip

(954) 661-5299
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 OCT 28 PM 1:48

FILED

Josh Newton GAVE
AUTHORIZATION BY PHONE TO
CORRECT Shares
DATE 10-28-02
DOC. EXAM g

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

102-28426
g/10/



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 1, 2002

DERICK CORDOBA
P.O. BOX 612362
POMPANO BEACH, FL 33061

SUBJECT: BLACK COFFEE ALCHEMY, INC.
Ref. Number: W02000028426

We have received your document for BLACK COFFEE ALCHEMY, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 402A00055350

To Allan Crum and the Florida Department of State Division of Corporations,

This letter hereby certifies that Black Coffee Alchemy Corp. has ceased to use its name upon dissolution of the corporation. Black Coffee Alchemy Corp. has no need for this name now or in the future. Consequently, Black Coffee Alchemy Corp. releases its name and likeness for use from this point forward.

Signed,

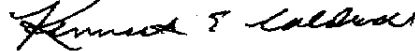


Chad Neptune

10-25-02

Date

KENNETH E. CALDWELL
NOTARY PUBLIC OAKLAND CO., MI
MY COMMISSION EXPIRES Jun 28, 2004
ACTING IN WAYNE COUNTY, MI



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: **BLACK COFFEE ALCHEMY, INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

c/o CRUSH
584 BROADWAY, SUITE 1102
NEW YORK, NY 10012

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TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: **MUSIC PUBLISHING**

ARTICLE IV SHARES

The number of shares of stock is:

one

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

CHAD NEPTUNE
3120 HIDDEN HOLLOW LANE
DAVIE, FL 33328

DERICK CORDORA
PO BOX 612362
POMPANO BEACH, FL

33061

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

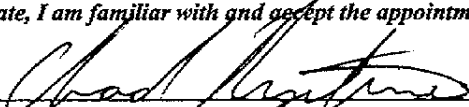
CHAD NEPTUNE
3120 HIDDEN HOLLOW LANE
DAVIE, FL 33328

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

ZACK SHANKMAN
CRUSH
584 BROADWAY, SUITE 1102
NEW YORK, NY 10012

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

 Chad Neptune 10-22-02
Signature/Registered Agent Date

 10-21-02
Signature/Incorporator Date
ZACK SHANKMAN