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SECRETARY OF STATE
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W03-10487

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SHERAE GREEN 3380 Trafalgar Sq. Apt. B Tallahassee, FL 32301

03/23/2003

SECRETARY OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FL 32301

DEAR SIRS:

ENCLOSED, PLEASE FIND SEVENTY EIGHT DOLLARS AND SEVENTY FIVE CENTS (\$78.75) TO COVER THE COST AND HANDLING OF INCORPORATION OF:

MAHOGANY SOUL MAGAZINE, INC.

SHERAE GREEN



April 14, 2003

SHERAE GREEN 3380 TRAFALGAR SQ APT B TALLAHASSEE, FL 32301

SUBJECT: MAHOGANY SOUL MAGAZINE, INC.

Ref. Number: W03000010487

We have received your document for MAHOGANY SOUL MAGAZINE, 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):

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6931.

Becky McKnight Document Specialist New Filings Section

Letter Number: 003A00022233

ARTICLE OF INCORPORATION OF MAHOGANY SOUL MAGAZINE, INC.

ONE:

The name of this corporation is:

MAHOGANY SOUL MAGAZINE, INC.

TWO:

The purpose of this corporation is to engage in any activity or business permitted under the laws of the State of Florida and the United States.

THREE:

The name and principal address in this state of the corporation's initial agent for

service of process is: Sherae Green

3380 Trafalgar Square

Apt. B

Tallahassee, FL 32301

FOUR:

This corporation is authorized to issue only one class of shares, which shall be, designated common stock. The total number of shares it is authorized to issue is 1,000 shares. Each share of stock having a par value of \$1.00 per share.

FIVE:

The names and address of the person(s) who are appointed to act as the initial directors of this corporation are:

Sherae Green

3380 Trafalgar Square

President

Tallahassee, FL 32301

Apt. B

Pamela Davis

3380 Trafalgar Square

Vice President

Apt. B Tallahassee, FL 32301

SIX:

The name and street address of the subscriber(s) of these articles of incorporation and the number of shares of stock he/she has agreed to take is as follows:

Sherae Green

3380 Trafalgar Square

500 shares

Apt. B

Tallahassee, FL 32301

Pamela Davis

3380 Trafalgar Square

500 shares

Apt. B

Tallahassee, FL 32301

SEVEN:

Each shareholder of the corporation shall be entitled to full pre-emptive rights to acquire his (her) proportional part of any issued, non-issued, or treasury shares of the corporation at net asset value.

Certificate designating place of business or domicle for the service of process within the State of Florida, naming upon whom process may be served.

Pursuant to the provisions of Section 607.0501, Florida Statutes, the following is submitted, in accordance with the said act, **Mahogany Soul Magazine**, Inc., having been organized under the laws of the State of Florida.

In the city of Tallahassee, County of Leon, and in the State of Florida, as indicated in the articles of incorporation has named Mahogany Soul Magazine, Inc. it's agent to accept process within the state.

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of said act relative to keeping said office open.

Sherae Green, Registered Agent

Notary

Frenchie M. Yon
MY COMMISSION # CC895551 EXPIRES
December 14, 2003
80NDED THRU TROY FAIN INSURANCE, INC.

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SECRETARY OF STATE

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EIGHT:

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the shareholders and approved at a shareholder's meeting by the majority of the stock entitled to vote thereon. Unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

STATE OF FLORIDA COUNTY OF LEON

Before Me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Sherae Green, knowing to me and known by me to be the person who executed the foregoing articles of incorporation, and they acknowledged before me that they execute those articles of incorporation.

IN WITNESS WHEREOF, the undersigned, being all the persons named above as the initial directors, have executed these Articles of Incorporation.

Sherae Green

Notary

Frenchie M. Yon
MY COMMISSION # CC895551 EXPIRES
December 14, 2003
BONDED THRU TROY FAIN INSURANCE, INC.