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	Certificate of Good Standing
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## **ARTICLES OF INCORPORATION**

03 MAY -7 PH 12: 59

OF

SECRETARY OF STATE TALLAHASSEE FLORIDA

# **HEALING RIVER MUSIC, INC.**

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.		
ARTICLE I: NAME		
The name of this corporation is <b>HEALING RIVER MUSIC, INC.</b>		
ARTICLE II: PURPOSE		
This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.		
ARTICLE III: CAPITAL STOCK		
The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 Shares of Common Stock of One Dollar and NO/100 (\$1.00) Dollar per share par value.		

**ARTICLE IV: DURATION** 

This corporation is to exist perpetually.

### ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 2025 County Road 540A, Lakeland, Florida 33813.

The name and street address of the initial registered agent of the corporation in the State of Florida is:

### Jeffrey M. Lasman, Esquire Owens Law Group, P.A. 811-B Cypress Village Boulevard Ruskin, Florida 33573

The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

### ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have four (4) Directors, the names of whom are as follows:

NAME	ADDRESS
JESSICA D. ROGERS	2025 County Road 540A Lakeland, Florida 33813
KENTON E. ROGERS	2025 County Road 540A Lakeland, Florida 33813
CYNTHIA D. ROGERS	2025 County Road 540A Lakeland, Florida 33813

JASON L. ROGERS

LEE University #3615
P.O. Box 3450
Cleveland, TN. 37320-3450
-2025 Gounty Road 540A
-Lakoland, Florida 33813

### **ARTICLE VII: OFFICERS**

The names and addresses of the officers of this corporation are as follows:

NAME AND OFFICE	ADDRESS	
KENTON E. ROGERS President	2025 County Road 540A Lakeland, Florida 33813	
JASON L. ROGERS Vice President	2025 County Road 540A Lakeland, Florida 33813	LEE University # 361 P.O. BOX 3450 Cleveland, TN. 37320-3'.
JESSICA D. ROGERS Secretary	2025 County Road 540A Lakeland, Florida 33813	
CYNTHIA D. ROGERS Treasurer	2025 County Road 540A Lakeland, Florida 33813	

### ARTICLE VIII: COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

### ARTICLE IX: INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses

(including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

### ARTICLE X: BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

### ARTICLE XI: AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

### ARTICLE XII: INCORPORATOR

The name and address of the Incorporators of this corporation are:

NAME .	ADDRESS
KENTON E. ROGERS	2025 County Road 540A Lakeland, Florida 33813
JESSICA D. ROGERS	2025 County Road 540A Lakeland, Florida 33813

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporators, by: KENTON E. ROGERS and JESSICA D. ROGERS.

Dated this <u>&8</u> day of April, 2003.

STATE OF FLORIDA COUNTY OF POLK

The foregoing instrument was acknowledged before me this  $20^{\circ}$  of April, 2003, by KENTON E. ROGERS and JESSICA D. ROGERS, who have produced Florida Driver Licenses

as identification.

COMMISSION # DD 056826 BONDED THROUGH ATLANTIC BONDING CO., INC.

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COMMISSION # DD 066626 **EXPIRES OCT. 22, 2005** BONDED THROUGH ATLANTIC BONDING CO., INC.

# CERTIFICATE OF DESIGNATION REGISTERED FILED AGENT/REGISTERED OFFICE 03 MAY -7 PM 12: 59

SECRETARY OF STATE TALLAHASSEE FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- The name of the corporation is: HEALING RIVER MUSIC, INC., a Florida corporation.
- 2. The name and address of the registered agent and office is:

Jeffrey M. Lasman, Esquire Owens Law Group, P.A. 811-B Cypress Village Boulevard Ruskin, Florida 33573

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

April **(0,** 20)