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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

44-12

## TRANSMITTAL LETTER

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

SUBJECT: CRUCIAL MUSIC + ENTERTAINMENT CORPORATION  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is 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: VINCE MOUNT  
Name (Printed or typed)

1041 LONGSTREET DRIVE  
Address

TALLAHASSEE FL 32311-4005  
City, State & Zip

850-980-7779  
Daytime Telephone number

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

ARTICLES OF INCORPORATION  
OF  
CRUCIAL MUSIC & ENTERTAINMENT  
CORPORATION

FILED  
04 APR 12 PM 4:40  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS CRUCIAL MUSIC & ENTERTAINMENT CORPORATION.

ARTICLE II. PRINCIPAL OFFICE

1041 LONGSTREET DRIVE, TALLAHASSEE, FLORIDA 32311-4005

ARTICLE III. PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSE(S):

- A. TO ENGAGE IN ANY OR ALL BUSINESS FOR WHICH A CORPORATION MAY BE INCORPORATED UNDER THE LAWS OF FLORIDA.

ARTICLE IV. POWERS

THE CORPORATION SHALL HAVE THE FOLLOWING POWERS:

- A. TO HAVE A CORPORATE SEAL, WHICH MAY BE ALTERED AT PLEASURE, AND TO USE THE SAME BY CAUSING IT, OR A FACSIMILE THEREOF, TO BE IMPRESSED, AFFIXED OR IN ANY OTHER MANNER REPRODUCED.
- B. TO PURCHASE, TAKE, RECEIVE, LEASE OR OTHERWISE ACQUIRE, OWN, HOLD, IMPROVE, USE AND OTHERWISE DEAL IN AND WITH REAL OR PERSONAL PROPERTY TO ANY INTEREST THEREIN, WHEREVER SITUATED.
- C. TO SELL, CONVEY, MORTGAGE, PLEDGE, CREATE A SECURITY INTEREST IN, LEASE, EXCHANGE, TRANSFER, AND OTHERWISE DISPOSE OF ALL OR ANY PART OF ITS PROPERTY AND ASSETS.
- D. TO LEND MONEY TO, AND USE ITS CREDIT TO ASSIST ITS OFFICERS AND EMPLOYEES IN ACCORDANCE WITH THE LAW.
- E. TO PURCHASE, TAKE, RECEIVE, SUBSCRIBE FOR, OR OTHERWISE ACQUIRE, OWN, HOLD, VOTE, USE, EMPLOY, SELL, MORTGAGE, LEND, PLEDGE, OR OTHERWISE DISPOSE OF, AND

OTHERWISE USE AND DEAL IN AND WITH SHARES OR OTHER INTERESTS IN, OR OBLIGATIONS OF, OTHER DOMESTIC OR FOREIGN CORPORATIONS, ASSOCIATIONS, PARTNERSHIPS, OR INDIVIDUALS, OR DIRECT OR INDIRECT OBLIGATIONS OF THE UNITED STATES OR OF ANY OTHER GOVERNMENT, STATE, TERRITORY, GOVERNMENTAL DISTRICT, OR MUNICIPALITY OR OF ANY INSTRUMENTALITY THEREOF.

- F. TO MAKE CONTRACTS AND GUARANTEES AND INCUR LIABILITIES, BORROW MONEY AT SUCH RATES OF INTEREST AS THE CORPORATION MAY DETERMINE, ISSUE ITS NOTES, BONDS, AND OTHER OBLIGATIONS, AND SECURE ANY OF ITS OBLIGATIONS BY MORTGAGE OR PLEDGE OF ALL OR ANY PROPERTY, FRANCHISES, AND INCOME.
- G. TO LEND MONEY FOR ITS CORPORATE PURPOSES, INVEST AND REINVEST ITS FUNDS, AND TAKE AND HOLD REAL AND PERSONAL PROPERTY AS SECURITY FOR THE PAYMENT OF FUNDS SO LOANED OR INVESTED.
- H. TO CONDUCT ITS BUSINESS, CARRY ON ITS OPERATIONS, AND HAVE OFFICES AND EXERCISE THE POWERS GRANTED BY LAW WITHIN AND WITHOUT THE STATE OF FLORIDA.
- I. TO ELECT OR APPOINT OFFICERS AND AGENTS OF THE CORPORATION AND DEFINE THEIR DUTIES AND FIX THEIR COMPENSATION.
- I. TO MAKE AND <sup>✓</sup>LATER BY-LAWS, NOT INCONSISTENT WITH ITS ARTICLES OF INCORPORATION OR WITH THE LAWS OF THE STATE OF FLORIDA, FOR THE ADMINISTRATION AND REGULATION OF THE AFFAIRS OF THE CORPORATION.
- K. TO MAKE DONATIONS FOR THE PUBLIC WELFARE OR FOR CHARITABLE OR EDUCATIONAL PURPOSES.
- L. TO TRANSACT ANY LAWFUL BUSINESS THAT THE BOARD OF DIRECTORS SHALL FIND WILL BE IN AID OF GOVERNMENTAL POLICY.
- M. TO PAY PENSIONS AND ESTABLISH PENSION PLANS, PROFIT SHARING PLANS, STOCK BONUS PLANS, STOCK OPTION PLANS, AND OTHER INCENTIVE PLANS FOR ANY OR ALL DIRECTORS, OFFICERS, AND EMPLOYEES AND FOR ANY OR ALL OF THE DIRECTORS, OFFICERS, AND EMPLOYEES OF ITS SUBSIDIARIES.
- N. TO BE A PROMOTER, INCORPORATOR, PARTNER, MEMBER, ASSOCIATE OR MANAGER OF ANY CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR OTHER ENTERPRISE.
- O. TO HAVE AND EXERCISE ALL POWERS NECESSARY OR CONVENIENT TO EFFECT ITS PURPOSES.

#### ARTICLE V. SHARES

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE-DOLLAR [1.00] PER SHARE.

#### ARTICLE VI. INITIAL OFFICERS/DIRECTORS

THE CORPORATION SHALL HAVE SIX OFFICERS AND DIRECTORS INITIALLY. THE NUMBER OF OFFICERS AND/OR DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME AS SET FORTH IN THE BY-LAWS. THE NAMES AND ADDRESSES OF THE DIRECTORS AND OFFICERS OF THIS CORPORATION ARE:

BEVERLY L. B. MOUNT, PRESIDENT  
1041 LONGSTREET DRIVE  
TALLAHASSEE, FL 32311

VINCE MOUNT, VP/DIRECTOR  
1041 LONGSTREET DRIVE  
TALLAHASSEE, FL 32311

LYDIA R. MOUNT, TREASURER/DIRECTOR  
1041 LONGSTREET DRIVE  
TALLAHASSEE, FL 32311

BOBBI N. L. MOUNT, DIRECTOR  
1041 LONGSTREET DRIVE  
TALLAHASSEE, FL 32311

D. J. P. MOUNT, DIRECTOR  
1041 LONGSTREET DRIVE  
TALLAHASSEE, FL 32311

TIFFANY V. MOUNT, DIRECTOR  
1041 LONGSTREET DRIVE  
TALLAHASSEE, FL 32311

#### ARTICLE VII. REGISTERED AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION, AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

VINCE MOUNT  
1041 LONGSTREET DRIVE  
TALLAHASSEE, FL 32311-4005

#### ARTICLE VIII. INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION IS:

VINCE MOUNT  
1041 LONGSTREET DRIVE  
TALLAHASSEE, FL 32311-4005

#### ARTICLE IX. BYLAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS.

ARTICLE X. RESTRICTIONS ON TRANSFER OF STOCK

TRANSFER OF SHARES OF CAPITAL STOCK OF THIS CORPORATION MAY BE RESTRICTED BY THE BY-LAWS OR BY AGREEMENT AMONG SHAREHOLDERS.

ARTICLE XI. AMENDMENT

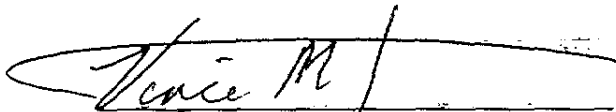
THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE XII. COMMENCEMENT OF CORPORATE EXISTENCE

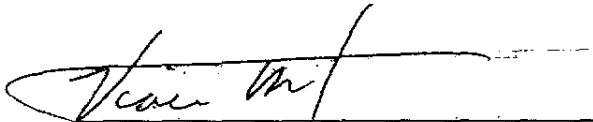
THIS CORPORATION SHALL COMMENCE EXISTENCE UPON FILING OF THESE ARTICLES AND SHALL HAVE PERPETUAL EXISTENCE.

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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

4-12-04  
DATE

  
SIGNATURE/INCORPORATOR

4-12-04  
DATE

FILED  
04 APR 12 PM 4:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA