

PO4000082328

Gerald A. Gruclo
(Requestor's Name)

3765 Maria Circle
(Address)

Ph (850) 562-9405
(Address)

Tallahassee FL 32308
(City/State/Zip/Phone #)

☐ PICK-UP

☒ WAIT

☐ MAIL

The Digital Muscrae
(Business Entity Name)

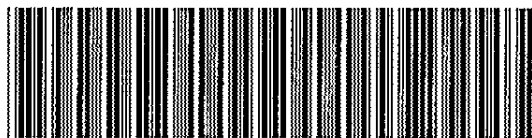
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

9 P. White 5/24/04



800036983568

05/25/04 -- 01005 -- 012

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 MAY 24 PM 4:48

RECEIVED
04 MAY 24 PM 4:41
REGISTRARS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INCORPORATION WORKSHEET

04 MAY 24 PM 4:48

prepared on May 24, 2004

INCORPORATOR:

Name: Gerald Guido
Street Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32303
Telephone: (850)562-9405 Ext. _____

CORPORATION NAME:

Legal Name: The Digital Musician Inc.
Trade Name: The Digital Musician Inc.

PRINCIPAL PLACE OF BUSINESS:

The address where the corporation's principal place of business will be located is:

Street Address: 3765 Maria Circle
City, State, Zip: Tallahassee, fl 32303
County: Leon
Telephone: (850)562-9405

Mailing Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32303

BUSINESS ACTIVITIES: This corporation will begin on May 24, 2004, with an initial number of employees of approximately 1, and anticipated first year gross revenues of approximately \$30,000.00.

The primary activities of the corporation can be described as follows: To Develop interactive web sites for independent musicians and record companies..

GEOGRAPHICAL AREA OF BUSINESS OPERATIONS:

The business will conduct its operations in the following geographical area: Tallahassee and North Florida..

STOCK:

The corporation will authorize the following number of shares: 1,000

The shares will be: no par value

The shareholders will have preemptive rights with respect to additional shares of stock

sold by the corporation.

The shareholders will be required to first offer their shares to the corporation before selling to other parties.

FISCAL YEAR:

The fiscal year of the corporation will end each year on December 31.

DIRECTORS:

The following persons will be the initial directors of the corporation:

Name: Gerald Guido
Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32303
Telephone: (850)562-9405 Ext. _____

The terms of the regular directors will be staggered and the directors will be divided into _____ groups.

Each director will serve for a term of _____ year(s). The directors will not be personally liable to the corporation or its shareholders for obligations arising out of the performance of the directors' duties.

OFFICERS:

The following persons will be elected to fill the respective offices:

President: Gerald Guido
Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32303
Telephone: (850)562-9405 Ext. _____

Vice President: Gerald Guido
Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32303
Telephone: (850)562-9405 Ext. _____

Treasurer: Gerald Guido
Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32303
Telephone: (850)562-9405 Ext. _____

Secretary: Gerald Guido
Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32303
Telephone: (850)562-9405 Ext. _____

The corporation will defend the directors and officers against lawsuits.

Business transactions between the corporation and its officers and directors will be allowed.

Instruments which relate to an interest in real estate must be signed by the following:

President or Vice-President and Secretary or Treasurer

The officers are authorized to do the following:

Open a corporate bank account
Obtain a bank loan
Elect Subchapter "S" tax status
Lease office space at 3776 Maria Circle, Tallahassee, FL from Jennifer Edwards upon such terms as the officers deem appropriate.

Employment agreements will be authorized with the following officers:

Gerald Guido

KEY EMPLOYEES:

The following persons are key employees who will provide important skills and services, but will not be shareholders or directors:

Name: Gerald Guido
Title: CEO
Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32301
Telephone: (850)562-9405 Ext. _____
Responsibilities: managing daily operations

SHAREHOLDERS:

Name: Gerald Guido
Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32301
Telephone: (850)562-9405 Ext. _____
Percentage ownership of corporation: 100.00%
Amount to contribute: \$1.00

VOTING:

All matters that require a vote of shareholders shall be approved by a simple majority vote.

Action may be taken without a meeting if all of the shareholders consent to the action in writing.

An amendment to the bylaws shall be approved by a simple majority vote.

MEETINGS:

Shareholder meetings will be held at the principal place of business unless otherwise specified in a notice to the shareholders.

ORGANIZATIONAL EVENTS:

Date of first annual shareholders meeting: May 24, 2004

Time: 7 PM

Location: 3765 Maria Circle Tallahassee Fl

FRINGE BENEFITS:

The owners are interested in establishing the following:

Health care plan for employees
Life insurance benefits for employees
Pension or profit-sharing plan

SEAL:

The corporation will not have a corporate seal.

STOCK CERTIFICATES:

The corporation will not, unless requested, issue stock certificates.

REGISTERED AGENT:


The name and address of the registered agent of the corporation is:

Name: Gerald Guido
Company Name: The Digital Musician
Address: 3765 Maria Circle
City, State, Zip: Tallahassee, FL 32303
Telephone: (850)562-9405 Ext. _____

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 MAY 24 PM 4:48