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#### **COVER LETTER**

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

Arietta + Price Music, Inc SUBJECT: PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX

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

**5** \$70.00 Filing Fee

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Filing Fee & Certificate of Status

ST8.75 Filing Fee & Certified Copy	State
	Status
ADDITIONAL CO	OPY REQUIRED

FROM: <u>L. Jerry Cohn</u>, ESQ. Name (Printed or typed) <u>8333</u> W. McNab Rd., Address #203 TAMARE FL 3332/ City, State & Zip (954) 721-1020 Daytime Telephone number

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



# **ARTICLES OF INCORPORATION**

OF

# ARIETTA & PRICE MUSIC, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopts the following articles of incorporation.

## **ARTICLE I - NAME**

The name of the corporation shall be:

## **ARIETTA & PRICE MUSIC, INC.**

# **ARTICLE II - CORPORATE DURATION**

The corporation shall commence to be in existence upon the filing of these Articles of Incorporation by the Department of the State of Florida and the term of existence shall be perpetual.

## ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to engaging in every phase and aspect of the sale and teaching of musical instruments and associated music related items and services.

# **ARTICLE IV - CAPITALIZATION**

The aggregate number of shares that the corporation shall have authority to issue is 100 shares, all of which shall be common shares with individual par value of \$1.00.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock will be issued and transferred only to (1) natural persons, (2) estates, or (3) a trust as described in title 26

United States Code Section 1371 defining a qualified "small business corporation".

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# **ARTICLE V - TAX ELECTION**

This Corporation, within the time provided for by law, shall make a Subchapter "S" election pursuant to section § 1362(a) of the Internal Revenue Code of 1986, as amended. No person may become a shareholder of this corporation unless the consent to this election and are not otherwise unqualified to so elect. The article shall be ineffective if one hundred (100%) percent of the shareholders affirmatively decline the section § 1326(a) election.

# ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be LOUIS JERRY COHN, P.A., 8333 W. McNab Road, Suite 203, Tamarac, Florida 33321. The name of the initial registered agent at that address shall be L. JERRY COHN, ESQ.

## **ARTICLE VII - DIRECTORS**

The initial Board of Directors of the Corporation shall consist of two members:

# DONNA J. ARIETTA

7449 Trescott Drive Lake Worth, Florida 33467

### JEFFREY PRICE

7449 Trescott Drive Lake Worth, Florida, 33467

# ARTICLE VIII - PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be:

7449 Trescott Drive Lake Worth, Florida 33467

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of May, 2006.

JEFFREY P和ICE/Incorporator

### STATE OF FLORIDA

### COUNTY OF BROWARD )

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I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared **JEFFREY PRICE** known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above named person: *MUSMALLY MUST*, and that an oath was taken.

Witness my hand and official seal in the County and State last aforesaid this day of May, A.D. 2006.

Notary Signature

My Commission Expires:

NW Hope Louis Jerry Cohn Commission # DD376229 Expires December 1, 2008 Printed Name of Notary

# STATE OF FLORIDA DEPARTMENT OF STATE

The following is submitted, in compliance with Chapter 48.091, Florida Statutes.

## ARIETTA & PRICE MUSIC, INC.

A corporation organizing under the laws of the State of Florida with its principal office located at 7449 Trescott Drive, Lake Worth, Florida, 33467, has named L. JERRY COHN, ESQ., located at LOUIS JERRY COHN, P.A., 8333 W. McNab Road, Suite 203, Tamarac, Florida 33321, as its agent to accept service of process within this State.

NAME	TITLE	SPECIFIC ADDRESS
DONNA J. ARIETTA	President	7449 Trescott Drive Lake Worth, FL 33467
JEFFREY PRICE	Vice President	7449 Trescott Drive Lake Worth, FL 33467

# ACCEPTANCE

I agree as Resident Agent to accept Service of Process. I agree to keep an office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at above Florida designated address) in some conspicuous place in the office as required by Law.

L. JERRY COHN, ESQ.

LOUIS JERRY COHN, P.A. 8333 W. McNab Road, Suite 203 Tamarac, Florida 33321