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## COVER LETTER

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

SUBJECT: All In One Audio and Productions, Inc  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

☐ \$70.00 Filing Fee  
☒ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Darryl Jones  
Name (Printed or typed)

119 Andrews Road  
Address

Sanford, Florida 32773  
City, State & Zip

321-439-6124 or 407-704-6344  
Daytime Telephone number

djaudio2@aol.com  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION**  
**of**  
**ALL IN ONE AUDIO AND PRODUCTIONS, INC.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**Article 1 – Name**

The name of the Corporation is All In One Audio and Productions, Inc., (hereinafter, "Corporation").

**Article 2 – Purpose of Corporation**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida,

**Article 3 – Principal Office**

The address of the principal office of this Corporation is 119 Andrews Road, Sanford, Florida 32773.

**Article 4 – Incorporator**

The name and street address of the incorporators of this Corporation are:

Darryl Jones  
119 Andrews Road  
Sanford, Florida 32773

James M. Good  
810 Live Oak Street  
New Smyrna Beach, Florida 32168

**Article 5 – Officers**

The officers of the Corporation shall be:

|                 |                  |
|-----------------|------------------|
| President:      | Darryl Jones     |
| Vice President: | James M. Good    |
| Secretary:      | Lynette D. Jones |

whose addresses shall be the same as the principal office of the Corporation.

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### **Article 6 – Director(s)**

The Director(s) of the Corporation shall be:

|                     |               |
|---------------------|---------------|
| Darryl Jones        | James M. Good |
| Lynette D. Jones    | Robyn G. Good |
| Henreen E. Robinson |               |

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### **Article 7 – Corporate Capitalization**

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is Ten Thousand (10,000) shares of common stock, each share having the par value of One Cent (\$0.01).
- 7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director() may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that t he Board of Director(s) may deem advisable in connection with such issuance.
- 7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

### **Article 8 – Shareholders' Restrictive Agreement**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the Shares of Stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal. Office of the Corporation.

### **Article 9 – Powers of the Corporation**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

### **Article 10 – Term of Existence**

This corporation shall have perpetual existence.

### **Article 11 – Registered Owner(s)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner, thereto, for all purpose, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

### **Article 12 – Registered Office and Registered Agent**

The initial address of the registered office of this Corporation is 810 Live Oak Street, New Smyrna Beach, Florida, 32168. The name of the registered agent of this Corporation and at this address is James M. Good.

### **Article 13 – Bylaws**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

### **Article 14 – Effective Date**

These Articles of incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

### **Article 15 – Indemnification**

The Corporation shall indemnify each officer, including former officers, to the full extent permitted under the Florida Statutes.

### **Article 16 – Amendment**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of incorporation or to any amendment hereto, in any manner now or hereafter prescribed or

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permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 23 day of June, 2011.

Darryl L Jones

Darryl Jones

**Certificate of Designation and  
Acceptance by Registered Agent**

The Corporation organized under the laws of the State of Florida and identified below submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

I, the undersigned person,, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in these Articles of Incorporation, 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.

Date: June 23, 2011.

James M. Good

James M. Good

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA