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From:
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**FLORIDA PROFIT/NON PROFIT CORPORATION
CLIPPERS AND MUSIC INC.**

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**ARTICLES OF INCORPORATION
OF
CLIPPERS AND MUSIC, INC.**

ARTICLE I - NAME

The name of this corporation is:

CLIPPERS AND MUSIC, INC.

ARTICLE II - PRINCIPAL OFFICE/ADDRESS

The address of the Principal Office of the Corporation is:

**5500 WASHINGTON STREET
APT C 209
HOLLYWOOD, FL 33021**

The mailing address of the Corporation is:

**5500 WASHINGTON STREET
APT C 209
HOLLYWOOD FL 33021**

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

**811 NW 207TH STREET
MIAMI, FL 33169**

and the name of the initial registered agent of this corporation at such address is:

JONATHAN R. BLACK

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ARTICLE V - INCORPORATORS

The name and address of the initial incorporator of this Corporation is:

LORENZO MORRIS BAIN
5500 WASHINGTON STREET
APT C 209
HOLLYWOOD FL 33021

ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

The number of directors and officers may be either increased or decreased from time to time as provided in the By-laws but shall never be less than one. The names and addresses of the initial directors and officers of this Corporation are:

LORENZO MORRIS BAIN
5500 WASHINGTON STREET
APT C 209
HOLLYWOOD FL 33021

GELSON MELIEN
1631 NE 172ND STREET
MIAMI FL 33162

ARTICLE VII - PURPOSE

This corporation is organized for the purposes of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the Florida General Corporation Act, except a commercial banking, safe deposit, trust, insurance, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition, unless prior regulatory approval is obtained, and to engage in any business or transaction deemed necessary, convenient or incidental to carrying out any of such business within or without the United States.

ARTICLE VIII - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, including specifically the power of make loans or advances, to purchase any stock, other securities or evidences of indebtedness or make any investment or acquire any interest whatsoever in, or to be a promoter, incorporator, general partner, limited partner member, associated or manager of any other person, corporation, association, partner ship, limited partner ship, joint venture, trust or other enterprise; to become an accommodation obligor, maker, guarantor, and mortgagor, with or without

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have been grossly negligent or to constitute willful misconduct, against judgments, fines, reasonable amounts paid in settlement, and reasonable expenses, including attorney fees actually and necessarily incurred as a result of such action, suit, or proceedings, including any appeal thereof. The Corporation shall pay such expenses, including attorneys fees in advance of the final disposition of any such action, suit or proceeding upon receipt of an undertaking satisfactory of the Board of Directors by or on behalf of such person to repay such amount, unless it shall ultimately be determined that he or she is entitled to indemnification by the Corporation for such expense. Indemnification hereunder shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person. The Board of Directors may authorize the purchase and maintenance of insurance on behalf of any person who is or was a director, officer, employee, or agent of another Corporation, partnership, limited partnership, joint venture, trust, or other enterprise against liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability hereunder.


ARTICLE XI - NO PREEMPTIVE RIGHTS

Except as to such agreement as the shareholders may execute, no stockholders of this Corporation shall, because of his or her ownership of stock have any preemptive or other right to purchase, subscribe for or take any part, pro-rate or otherwise, of any securities, equity, debt or otherwise, or options, rights or warrants to purchase and such securities issued or sold by this Corporation, whether for case of property, and whether now or hereafter authorized.

ARTICLE XII - DURATION

The duration of the Corporation is perpetual, unless sooner liquidated or dissolved in accordance with law.

IN WITNESS WHEREOF, the undersigned has executed these ARTICLES OF INCORPORATION this 9th day of September, 2019


LORENZO MORRIS BAIN
INCORPORATOR-DIRECTOR

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **CLIPPERS AND MUSIC, INC.** at the place designated in the Articles of Incorporation, **JONATHAN R. BLACK** hereby agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 Florida Statue (1981), relative to keeping open such office until such time as he shall notify the Corporation of his resignation.

DATE THIS 9th DAY OF September, 2019


JONATHAN R. BLACK

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