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95 JAN -6 PM 1:06
DIVISION OF CORPORATION

CLAIRE A. DUCHEMIN
(Requestor's Name)
3837-A KILDEEN CT
(Address)
TALL. FL. 32308 (904) 668-4914
(City, State, Zip) (Phone #)

OFFICE USE ONLY

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LAST CHANCE RECORDS, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

1-6
KAN

ARTICLES OF INCORPORATION
OF
LAST CHANCE RECORDS, INC.

FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

95 JAN -6 PM 1:03

I, the undersigned, do hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of incorporating LAST CHANCE RECORDS, INC. (the "Corporation"), under the Laws of the State of Florida.

ARTICLE I

NAME - The name of the Corporation is: LAST CHANCE RECORDS, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS - The Corporation's principal office shall be located at 1842 Jaclif Court, Tallahassee, Florida, 32308, and its mailing address shall be 1842 Jaclif Court, Tallahassee, Florida, 32308.

ARTICLE III

TERM OF EXISTENCE - This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV

GENERAL PURPOSE OF CORPORATION - The general purpose of the Corporation and the nature of the business to be transacted by the Corporation are to engage in any and all activities and exercise any and all powers, rights and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK - The maximum number of shares of any equity security that the Corporation is authorized to have outstanding at any time shall be five hundred (500) shares of common stock having a par value of one dollar (\$1.00) per share. The whole or any part of the common stock of the Corporation shall be payable in lawful money of the United States of America, or in property, labor or services at a just valuation to be fixed by the Board of Directors in its sole discretion.

ARTICLE VI

REGISTERED AGENT AND INITIAL REGISTERED OFFICE - The initial registered agent and the street address of the initial registered office of the Corporation shall be Michael L. Douso, 1842 Jaclif Court, Tallahassee, Florida, 32308. The Board of Directors may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

INDEMNIFICATION- The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the Corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees', or agents' duties to the Corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the Corporation's Bylaws and shall not deviate therefrom without amending said Bylaws.

ARTICLE VIII

DIRECTORS - The Corporation shall not have less than one (1) Director initially. The number of directors may be increased or decreased by the Board of Directors, as expressed in the Corporation's Bylaws, but shall never be less than one (1). A Director is not required to meet any qualifications other than those required by the laws of the State of Florida. The name and address of the initial director is as follows:

Michael L. Douso
1842 Jaclif Court
Tallahassee, FL 32308

ARTICLE IX

INCORPORATOR - The name and street address of the person acting as the Incorporator of the Corporation are as follows:

Michael L. Douso
1842 Jaclif Court
Tallahassee, FL 32308

ARTICLE X

PREEMPTIVE RIGHTS - All holders of the Corporation's Common Stock shall have Preemptive Rights with respect to any stock, regardless of class or series, issued by the Corporation subsequent to the date on which any such shareholder purchased his shares.

The Proemptive Right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the Corporation such that his proportionate ownership interest in the Corporation will remain the same.

ARTICLE XI

AMENDMENT - These Articles of Incorporation may be amended as provided under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation this 10th day of January, 1995.

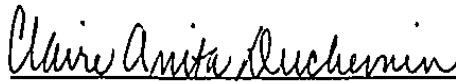

MICHAEL L. DOUSO, Incorporator

STATE OF FLORIDA)

COUNTY OF LEON)

I CERTIFY that on this day, before me, the undersigned authority, a Notary Public, personally appeared MICHAEL L. DOUSO, to me well known and known to me to be the individual described as the Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to said Articles of Incorporation.

WITNESS my hand and official seal this 10th day of January, 1995.


NOTARY PUBLIC



CLAIRE ANITA DUCHEMIN
MY COMMISSION # CC390490 EXPIRES
August 22, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE
OF
ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT OF
LAST CHANCE RECORDS, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida, does hereby accept the appointment as such Registered Agent and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office which is located at:

1842 Jaclif Court
Tallahassee, Florida 32308

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Tallahassee, Leon County, Florida, this 6th day of January, 1995.

By: 

MICHAEL L. DOUSO