

P9500026624

March 9, 1995

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

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of  
Incorporation of ALL-PRO JAZZ.

Also find enclosed a check made payable to the Secretary of State  
in the amount of \$12.50 which includes the statutory filing fee.  
Your assistance in establishing the corporation to known as All-  
Pro Jazz is appreciated.

Respectfully,

Rein W. H.

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-03/13/95--01100--015  
\*\*\*122.50 \*\*\*122.50

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789, 555, 671  
W95-5641  
AA

SECRET  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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FILED

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 24, 1995

KEVIN N. HOUSE SR.  
13602 WATERFALL WAY  
TAMPA, FL 33624

SUBJECT: ALL-PRO JAZZ  
Ref. Number: W95000005641

We have received your document for ALL-PRO JAZZ and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

AMANDA HERRING  
Document Specialist

Letter Number: 895A00011348



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 14, 1995

KEVIN N. HOUSE SR.  
13602 WATERFALL WAY  
TAMPA, FL 33624

SUBJECT: ALL-PRO JAZZ  
Ref. Number: W95000005641

We have received your document for ALL-PRO JAZZ and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

AMANDA HERRING

Letter Number: 895A00011348

ARTICLES OF INCORPORATION

of

ALL-PRO JAZZ, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ALL-PRO JAZZ, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five-Thousand shares (5000) of One-Hundred Dollar(s) (\$100) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

Kevin N. House Sr.  
13602 Waterfall Way  
Tampa, FL 33624

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

Kevin N. House, Sr.	13602 Waterfall Way	Tampa, FL 33624
James Wilder	1706 Cape Bend Ave.	Tampa, FL 33613

ARTICLE VII - POWER OF BOARD TO AMEND BY-LAWS

The Board of Directors is empowered to make, alter or repeal the By-Law of the corporation without restriction of their powers conferred by Statute.

ARTICLE VIII - POWER OF BOARD TO AMEND

These Articles of Incorporation may be altered, amended or repealed and new Articles of Incorporation may be adopted by the Board of Directors at any regular or special meeting as set forth by Statute.

ARTICLE IX - INCORPORATORS

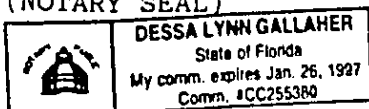
The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Kevin N. House, Sr.  
13602 Waterfall Way  
Tampa, FL 33624

James Wilder  
1706 Cape Bend Ave.  
Tampa, FL 33613

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 9 day of March, 1995.

(NOTARY SEAL)



Signatures of Incorporators

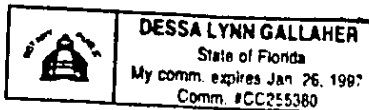
*Kevin N. House, Sr.*  
*James Wilder*

State of Florida / County of Hillsborough  
The foregoing instrument was acknowledged before me this  
3/9, 1995 by James Wilder Kevin Nathaniel Wilder  
who has produced a voided license  
as identification and who did (did not) take an oath.  
DESSA LYNN GALLAHER (Notary signature)  
Printed name & Comm. # CC 255380

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

THE FOREGOING instrument was acknowledged and sworn to before me this 04 day of MARCH, 1995, by Kevin N. House, Sr. (Incorporator) of ALL-PRO JAZZ, INC.



(NOTARY SEAL)

State of Florida / County of HILLSBOROUGH  
The foregoing instrument was acknowledged before me this  
04 day of MARCH, 1995 by Kevin N. House, Sr.  
who has produced a Driver's License  
as identification and who did (did not) take an oath.  
DESSA LYNN GALLAHER (Notary signature)  
Notary Name & Comm. # CC 255380

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: ALL-PRO JAZZ, INC.  
13602 Waterfall Way, Tampa, FL 33624
2. The name and address of the registered agent and office is:  
KEVIN N. HOUSE, SR.  
(NAME)  
13602 WATERFALL WAY  
(P.O. BOX NOT ACCEPTABLE)  
TAMPA, FL 33624  
(CITY/STATE/ZIP)

SIGNATURE *Kevin N. House, Sr.*  
(corporate officer)

TITLE PRESIDENT

DATE MARCH 29, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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.

SIGNATURE *Kevin N. House, Sr.*

DATE MARCH 29, 1995