



**P95000066225**

August 23, 1995

95 AUG 25 AM 7:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

**BOARD OF DIRECTORS**

**Officers**

Dr. Day Hyslop  
President  
Hector Butler, Jr.  
Secretary  
Vernon C. Anderson  
Treasurer

**Members**

Cornelius E. Allen  
Rogerski Clyne, Esq.  
T. Wikard Lee  
Ronald E. Traylor  
Howard Hadley, Jr., M.D.  
John A. Hat  
Ken Mason  
Congresswoman Carrie P. Meek  
Dr. Roxolph Mason  
Garth C. Reeves  
Neil Robinson  
Dorothea Stewart  
Kaaren Johnson Street  
Elsie H. Black,  
Executive Director

RE: Articles of Incorporation:  
TALKING DRUM PRODUCTIONS,  
INC.

Dear Sir/Madam:

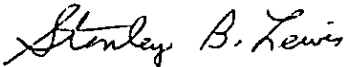
Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, a Certificate Designating Place of Business and Registered Agent, along with check #187 which is in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) for the filing fees.

Please file both the Articles and Certificate of Designation for the corporation and return a file-marked certified copy of each document to the following:

STANLEY B. LEWIS  
ATTORNEY AT LAW  
TOOLS FOR CHANGE  
6255 N.W. 7th Avenue  
Miami, Florida 33150

Thank you for your attention to this matter.

Sincerely,

  
Stanley B. Lewis  
Attorney at Law

Encls.

**TOOLS FOR CHANGE**  
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

ARTICLES OF INCORPORATION  
OF  
TALKING DRUM PRODUCTIONS, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
15 AUG 25 AM 7:58

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is TALKING DRUM PRODUCTIONS, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 8230 North Bayshore Drive, Miami, Florida 33138.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consi-

deration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 8230 North Bayshore Drive, Miami, Florida 33138 and the registered agent at that office is AKINDELE AKINDE.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

AKINDELE AKINDE  
8230 North Bayshore Drive  
Miami, Florida 33138

ARTICLE IX - AMENDMENTS

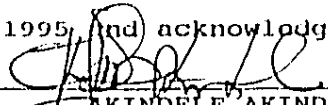
These Articles of Incorporation may be amended by the shareholders or board of directors, in the manner now or herein-after prescribed by statute or set forth in the Corporation's ByLaws, so long as same does not conflict with the Florida Statutes.

**ARTICLE X: INCORPORATOR**

The incorporator of the Corporation is as follows:

AKINDELE AKINDE  
8230 North Bayshore Drive  
Miami, Florida 33138

IN WITNESS WHEREOF, I, AKINDELE AKINDE, the undersigned  
incorporator, has signed these Articles of Incorporation on this 22  
day of August, 1995, and acknowledged the same to be my act.

  
\_\_\_\_\_  
AKINDELE AKINDE

STATE OF FLORIDA    )  
COUNTY OF DADE    )

The foregoing instrument was sworn to before me this 22 day  
of August, 1995 by AKINDELE AKINDE, who personally  
appeared before me at the time of notarization, and who has  
produced a Florida Driver's License as identification.

NOTARY PUBLIC LIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS  
STATE OF FLORIDA AT LARGE



STANLEY B LEWIS  
My Commission CC407757  
Expires Sep. 18, 1998  
Bonded by HAI  
800-422-1655

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMED AGENT UPON  
WHOM PROCESS MAY BE SERVED

95 AUG 22 7:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That TALKING DRUM PRODUCTION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named AKINDELE AKINDE located at 8230 North Bayshore Drive in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

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.

BY: *Akindele Akinde*  
AKINDELE AKINDE

DATE: 08/22/95