

# TRANSMITTAL LETTER

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

3000001759802  
-03/27/96--01045--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Luther Campbell Music, Inc.  
(Proposed corporate name - must include suffix)

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

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: Stanley Campbell  
Name (printed or typed)

8400 NE 2 Avenue  
Address

Miami, FL 33138  
City, State & Zip

(305) 757-1969 ext 2  
Daytime Telephone number

FILED  
96 MAR 27 AM 9:14  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE

APR 2 1996

BSB

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

**ARTICLES OF INCORPORATION**  
**OF**

**LUTHER CAMPBELL MUSIC, INC.**

**FILED**  
96 MAR 27 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, subscribes to and forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is: Luther Campbell Music, Inc.

**ARTICLE II - NATURE OF BUSINESS**

The corporation may engage in any activity of business, permitted under the laws of the United States and if in this State. These activities may include, but are not in any way limited to the operation of an entertainment business and promotion, distribution and cutting of records, tapes and videos.

**ARTICLE III - CAPITAL STOCK**

The maximum number of share of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, each share having the par value of five dollars (\$5.00).

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in United States money, property labor or services, at a just valuation to be fixed by the Incorporators or by the Directors at a meeting called for such purposes.

**ARTICLE IV - INITIAL CAPITAL**

The amount of initial capital with which this corporation shall begin business is Five hundred dollars (\$500.00).

#### ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved by law.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 8400 NE 2 Avenue, Miami, FL 33138. The mailing address of the initial registered office of this corporation is: P O Box . The name of the initial registered agent of this corporation is: Luther Campbell.

#### ARTICLE VII - DIRECTORS

The business of this corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors fixed by the Bylaws of the Corporation. Directors need not be stockholders.

The corporation shall have one (1) initial director, whose name and street address appears below and who shall hold office until the first meeting of the incorporators and until the successor Director(s) are elected and have qualified.

NAME:  
LUTHER CAMPBELL  
PRESIDENT  
SECRETARY/TREASURER

ADDRESS:  
7180 N OAKMONT DR  
MIAMI LAKES  
FLORIDA 33015

#### ARTICLE VIII - SUBSCRIBERS

The name and address of the subscriber of the Articles of Incorporation and the number of shares of the \$5.00 par value common stock of this corporation which he agrees to take is as follows:

NAME:  
STANLEY CAMPBELL  
PRESIDENT  
SECRETARY/TREASURER

SHARES %  
100%

ADDRESS:  
8225 MENTIETH TERR  
MIAMI LAKES  
FLORIDA 33016

#### ARTICLE IX - OFFICERS

The name and street address of the officer of this corporation is as follows:

NAME:  
LUTHER CAMPBELL  
PRESIDENT  
SECRETARY/TREASURER

ADDRESS:  
7180 N OAKMONT DR  
MIAMI LAKES  
FLORIDA 33015

#### ARTICLE X - INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as Officer or Director of the corporation, and each person who serves at the request of the Corporation as a Director or Officer of any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of her or her being Director or Officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him or her as a Director or Officer.

The Corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him or her in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contained restrict the rights of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

The private property of the Shareholders shall not be subject to the payment of the corporate debts in any extent whatever. The Corporation shall have a first lien on the share of its shareholders, and upon dividends due them for any indebtedness to the corporation of such Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation under the laws of the State of Florida this 21 day of March, 1996.


  
Stanley Campbell, Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, personally appeared STANLEY CAMPBELL to me well known and known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he has executed the same for the purpose therein expressed.

WITNESS ME hand and official seal in the County and State named above this 21 day of March, 1996.

 J.L. MELLIN  
COMMISSION # CC32318  
EXPIRES SEP 27, 1997  
Atlantic Bonding Co., Inc.  
000-732-2245  
Notary Public, State of Florida at large

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND  
ACCEPTANCE BY REGISTERED AGENT.

IN COMPLIANCE WITH SECTION 48.091 AND SECTION 607.0505 OF THE FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST----THAT LUTHER CAMPBELL MUSIC, INC., A CORPORATION, DESIRING TO ORGANIZE  
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED *Luther  
Campbell* LOCATED AT *8400 NE 2 AVE MIAMI FL 33138*  
CITY OF MIAMI, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

LUTHER CAMPBELL MUSIC, INC.

BY:

*Stanley Campbell*  
STANLEY CAMPBELL

TITLE: INCORPORATOR

DATE: *March 21, 1996*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED ABOVE, I HEREBY AGREE TO ACT IN THE  
CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES  
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I ACCEPT THE  
DUTIES AND OBLIGATIONS OF SECTION 607.0505 OF THE FLORIDA STATUTES.

By:

*Luther Campbell*  
Luther Campbell

Date: *March 21, 1996*