

996000043260

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ATTORNEYS & COUNSELORS AT LAW

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Trial Practice - General
Real Property Law
General Practice

Of Counsel

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Admitted in Florida and North Carolina
Aviation Law
Wills, Estates and Estate Planning

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FILED
MAY 13 1996
RECEIVED
FLORIDA SECRETARY OF STATE

May 10, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000001821760
-05/15/96--01023--002
*****78.75 *****78.75

Re: Handzon Project, Inc.

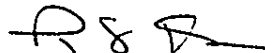
Gentlemen:

Enclosed are two (2) original Articles of Incorporation for the above-named, **Handzon Project, Inc.**, together with my check in the amount of \$78.75 to cover the following: filing fee of \$35.00; the designation of registered agent \$35.00, and \$8.75 for a certificate of status.

Please file the corporation and return an original copy with the stamped date of incorporation, together with a certificate of status to this office.

If you require anything further, please so advise.

Sincerely,



R. Eugene Tamm

ret/gmv
enclosures:

M HENDRICKS MAY 21 1996

ARTICLES OF INCORPORATION

OF

HANDEON PROJECT, INC.

FILED

96 MAY 13 PM 11:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is:

HANDEON PROJECT, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date of the filing of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

1. To operate as a manufacturer, to construct, repair, buy, sell, import, export, and otherwise deal in all types of musical instruments, including electrical and electronic instruments; and to manufacture parts, devices, appliances, amplifiers and the like for use with musical instruments.

2. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects or the exercise of any of the powers herein set forth, either along or in conjunction with other corporations, firms, or individuals, and either as principals or agents and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above mentioned objects, purposes, or powers.

3. In general to have and exercise any and all powers that corporations have and may exercise under the laws of the State of Florida as they now exist and as they may be amended except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, cooperative association, fraternal benefit society, state fair, or exposition.

4. The business of the corporation may be conducted by an Executive Committee and may be conducted by conference, telephone or similar communications equipment as provided by the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The Street Address of the initial registered office of

this Corporation is 736 Ballough Road, Daytona Beach, Florida 32114, and the name of the initial registered agent of this Corporation at this address is R. Paul Holmes.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) of this Corporation is:

R. Paul Holmes
736 Ballough Road
Daytona Beach, Florida
32114

ARTICLE IX - INCORPORATORS

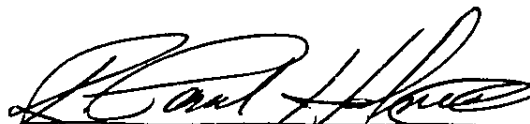
The name and address of each person signing these Articles is:

R. Paul Holmes,
736 Ballough Road
Daytona Beach, Fla 32114

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or replace any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this the 10th day of May, 1996.


R. Paul Holmes
Incorporator

STATE OF FLORIDA
COUNTY OF VOLUNIA

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared R. Paul Holmes known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged, before me, that he executed those Articles of Incorporation.



Notary Public

My commission expires:



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

FILED
JUL 13 PM 1:33
CLERK OF DISTRICT COURT
JUL 13 1933

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

FIRST: That R. PAUL HOLMES, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 736 Ballough Road, City of Daytona, County of Volusia, State of Florida, has named R. PAUL HOLMES, whose business address is 736 Ballough Road, City of Daytona Beach, County of Volusia, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above- stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


R. PAUL HOLMES

P96000043260

R. PAUL HOLMES

736 BALLOUGH ROAD
DAYTONA BEACH, FLORIDA 32114
PHONE: (904) 252-6682 or (904) 252-4260

Fla Dept of State
Corporate Records
P.O. Box 6327
Tallahassee FL

500002163765--2
-05/02/97--01090--008
*****35.00 *****35.00

RE: Handzon Project Inc.
Corporate Dissolution.

Dear Sir:

Enclosed Please find Articles of dissolution
for Handzon Project, Inc. Also enclosed is
the fee of \$35.00 (ck # 0852).

Thank you.

Paul Holmes

FILED
97 MAY -2 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Disis
LPS 5-8-97

FILED

ARTICLES OF DISSOLUTION

97 MAY -2 PM 12:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: HANDZON Project, Inc.

SECOND: The articles of incorporation were filed on: MAY 13, 1996

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 29 day of April, 19 97.

Signature R. Paul Holmes
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

R. Paul Holmes
(Typed or printed name)

President
(Title)