

P96000062566

JOHN KEYES

522 Oak Street
Daytona Beach, FL
32114

July 25, 1996

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-07/25/96--01038--002
*****70.00 *****70.00

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

Re: Underground Music & Media Group, Inc.

Gentlemen:

Enclosed for filing is Articles of Incorporation of Underground Music & Media Group,
along with check in the amount of \$70.00 to cover filing fee.

Thank you for your cooperation.

Very truly yours,


John Keyes

Enclosures (2)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 4:03

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ARTICLES OF INCORPORATION
OF
UNDERGROUND MUSIC & MEDIA GROUP, INC.

95 JUL 25 PM 4:03
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE I - Name

The name of the corporation is UNDERGROUND MUSIC & MEDIA GROUP, INC.

ARTICLE II - Duration

This corporation shall exist in perpetuity commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business, including, but not limited to the following: wholesale, retail, franchise, and any other business as allowed by law.

ARTICLE IV - Capital Stock

This corporation is authorized to issue Ten thousand (10,000) shares without nominate or par value common stock which shall be designated "Common Shares".

ARTICLE V - Preemptive Rights

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

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 802 Forest Lane, Daytona Beach, Florida, 32114, in the County of Volusia, and the name of the initial registered agent of this corporation is JOHN KEYES, who by his signature at the end hereof, accepts such designation.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) director 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) director. The name and address of the initial director of this corporation: John Keyes, 522 Oak Street, Daytona Beach, FL 32114.

ARTICLE VIII - Principal Place of Business

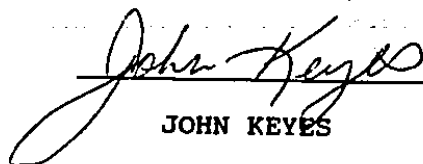
The initial place of business of this corporation shall be: 802 Forest Lane, Daytona Beach, Florida 32114, Volusia County, Florida with the privilege of having branch offices within or without the State of Florida.

ARTICLE IX - Incorporator

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

JOHN KEYES

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation the 22^d day of July, 1996.


JOHN KEYES

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SECRETARY OF STATE
JUL 25 PM 4:03

STATE OF FLORIDA

COUNTY OF SEMINOLE

On July 22, 1996 before me Louise C. Foster
appeared JOHN KEYES, personally known to me (or proved to me on the
basis of satisfactory evidence) to be the person who executed the
foregoing Articles of Incorporation, and who acknowledged to me
that he executed these Articles of Incorporation as his authorized
capacity, and that by his signature on the instrument the person,
or the entity upon behalf of which the person acted, executed the
instrument.

WITNESS my hand and official seal.

Signature Louise C. Foster Affiant ☒ Known ☐ Produced ID
Type of ID _____ Seal

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of
process for the above stated corporation, at the place designated
in this certificate, I hereby agree to act in this capacity, and
are to comply with the provisions of Chapter 48.091, Florida
Statutes.

Dated this 22d day of July, 1996.

John Keyes
John Keyes, Registered Agent

STATE OF FLORIDA

COUNTY OF SEMINOLE

On July 22, 1996 before me Louise E. Gaster
the undersigned authority, personally appeared JOHN KEYES, who,
after being first duly sworn, deposes and says he signed the
foregoing Certificate of Acceptance of Registered agent freely
voluntarily and for the purposes therein expressed.

Sworn to and Subscribed before me this 22nd day of July
1996.

Signature Louise E. Gaster Type of ID Personally Known
Seal