

P960000072791

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

Subject: MIXON & MIXON, INC.

EFFECTIVE DATE
8.27.96

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08/28/96--01030--010
***131.25 ***131.25

Enclosed is an original and one (1) copy of the articles of Incorporation and a check in the amount of \$131.25 for: Filing Fee, Certified Copy & Certificate

FROM:

Sonya M. Mixon
929 Wilson Ridge Drive #1915
Orlando, Florida 32818

(407) 294-8871 - Daytime Telephone Number

Sincerely,

Sonya M. Mixon
Sonya M. Mixon

FILED
03 AUG 29 PM 12:51
TALLAHASSEE, FLORIDA
DIVISION OF STATE
CORPORATIONS

9.3.96
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8-27-76

ARTICLES OF INCORPORATION
OF
MIXON & MIXON, INC.

FILED
1976 SEP 10
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

The undersigned hereby associate themselves for the purpose of becoming a Corporation under the laws of the State of Florida (Florida General Corporation Act), as they now exist or may be amended, pursuant to the following Articles of Incorporation:

ARTICLE I

Name and Address. The name and address of this Corporation shall be:
MIXON & MIXON, INC., 929 WILSON RIDGE DRIVE #1915, Orlando, Florida
32818 in the county of Orange.

ARTICLE II

Duration: This Corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE III

Purpose: The general nature of the business to be transacted, promoted and carried on is to do any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do, viz:

- (a) To be involved in the business of business management, offering administrative and financial management assistance to business to assist in the growth and management of their companies.
- (b) These services will include but not be limited to counseling, assisting and supervising the growth of such businesses.
- (c) To produce and create music and videos. This service will include but not be limited to creating professional acts and acting as representative for same.
- (d) Pursuant to the laws of the State of Florida, to conduct business and transact any and all lawful business.

ARTICLE IV

Capital Stock: This corporation is authorized to issue five thousand (5,000) shares of One Dollar (\$1.00) par value capital common stock which shall be designated "common stock"

ARTICLE V

Voting Rights: Except as otherwise provided by law, the entire voting power for the election of Directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding shares.

ARTICLE VI

Designation of Series: Preferred shares may be issued from time to time in series. All preferred shares shall be of equal rank and identical, except in respect to the particulars that may be fixed by the Board of Directors herein. The Board of Directors are authorized and required to fix, in the manner to the full extent provided and permitted by law, all provision of the shares of each series set forth below:

- (a) The distinctive designation of all series and the number of shares which shall constitute such series.
- (b) The redemption price or prices, if any, for the shares of each, any or all series.
- (c) The annual rate of dividends payable on the shares of all series and the time and manner of payment
- (d) The obligation, if any, of the Corporation to maintain a sinking fund for the periodic redemption of shares of any series and to apply the sinking fund to the redemption of such shares
- (e) The rights, if any, of the shareholders of shares of each series to convert such shares into common shares and the terms and conditions of such conversion.

ARTICLE VII

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by majority vote of the Board of Directors, dividends payable either in cash, in property, or in shares of capital stock of the Corporation.

ARTICLE VIII

Preemptive Rights: Every shareholder, upon sale for cash of any new stock of this Corporation the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without

Issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX

Powers: This Corporation shall have all those rights, powers and duties as delineated in Florida Statutes, Chapter 607, as it now exists or may hereafter be amended; including, but not limited to, the following general powers:

- (a) To have perpetual succession by its corporate name unless a limited period of duration is stated in its Articles of Incorporation.
- (b) To sue and be sued, complain and defend in its corporate name in all actions or proceedings.
- (c) To have corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create, a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statutes Chapter 607.141, as it now exists or may hereafter be amended.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, states, territory, governmental district, or municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates as the Corporation may determine, issue its notes or bonds.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct business, carry on its operations, and have offices and

- exercises the powers granted by this act within or without this state.
- (k) To elect or appoint officers and agents for the Corporation and define their duties and fix their compensation.
 - (l) To make and alter bylaws, not consistent with its Articles of Incorporation or with the laws of this State, for the administration and regulation of the affairs of the Corporation.
 - (m) To make donations for the public welfare or for charitable, scientific, or educational purposes.
 - (n) to transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
 - (o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its Directors, Officers, and employees and for any or all of the Directors, Officers and employees of its subsidiaries.
 - (p) To be a promoter, incorporator, general partner, limited partner, member, of any corporation, partnership, limited partnership, joint venture, or other enterprise.
 - (q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE X

Initial Board of Directors: This Corporation shall have two (2) Director (s) initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name (s) and address (es) of the initial Director (s) of this Corporation is/are:

<u>Name</u>	<u>Address</u>
Sonya M. Mixon	929 Wilson Ridge Drive #1915 Orlando, Florida 32818
Katrina L. Mixon	929 Wilson Ridge Drive #1915 Orlando, Florida 32818

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

Name

Sonya M. Mixon

Address

929 Wilson Ridge Dr. #1915
Orlando, Florida 32818

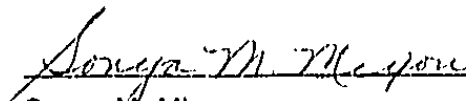
ARTICLE XI

Amendment: This Corporation reserves the right to repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XII

Initial Registered Office and Agent: The name and street address of the Initial Registered Office of this Corporation is **Sonya Mixon, 929 Wilson Ridge Drive #1915, Orlando, Florida 32818**. The name of the Initial Registered Agent is **Sonya M. Mixon**. Said agent shall indicate acceptance of said designation by executing these Articles of Incorporation where indicated.

The undersigned subscriber has executed these Articles of Incorporation this 37th day of August, 1996


Sonya M. Mixon

**CERTIFICATE OF DESIGNATION OF
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: MIXON & MIXON, INC.
2. The name and address of the registered agent and office is:

Sonya M. Mixon
929 Willson Ridge Drive #1915
Orlando, Florida 32818

FILED
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STATE
FIDELITY & SECURITY

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.

Sonya M. Mixon
Sonya M. Mixon - Registered Agent

8/27/96
Date

**DIVISION OF CORPORATIONS, P.O. BOX 6327 TALLAHASSEE, FL
32314**