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O: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: MAC DRUMS INCORPORATED

AUDIT NUMBER.....H96000014396

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 14, 1996

EMPIRE

SUBJECT: MAC DRUMS INCORPORATED
REF: W96000021706

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

A CORPORATION CAN HAVE ONLY ONE PRINCIPAL ADDRESS. PLEASE CORRECT ARTICLE 5 OR 6

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H96000014396
Letter Number: 696A00046617

H96000014396

**ARTICLES OF INCORPORATION
OF
MAC DRUMS INCORPORATED**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of the corporation is **MAC DRUMS INCORPORATED**

2. **Duration.** The period of duration is perpetual.

3. **Purpose.** The purpose is to rebuild and customize drums, to provide carpentry service and to engage in any activities under the laws of the United States and Florida.

4. **Capital Stock.** The corporation is authorized to issue one hundred thousand shares of common stock at \$.01 par value.

5. **Initial Registered Office and Agent.** The name and address of the initial registered agent is as follows:

Stanley E. Johnson, Jr.
1444 Biscayne Boulevard, Suite 220
Miami, Florida 33132

6. **Principal Office and Mailing Address.** The initial principal office of this corporation and its initial mailing address is as follows:

Ronald McKinnis,
President
16021 N.W. 18 Court
Miami, Florida 33054

Kim McKinnis, Vice-President
Secretary and Treasurer
16021 N.W. 18 Court
Miami, Florida 33054

Document Prepared by:
STANLEY E. JOHNSON, JR., ESQ.
1444 Biscayne Boulevard
Suite 220
Miami, Florida 33132
Tel. (305) 372-2797
Florida Bar No. 472395

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7. **Initial Board of Directors.** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors of this corporation are:

Ronald McKinnis
16021 N.W. 18 Court
Miami, Florida 33054

Kim McKinnis
16021 N.W. 18 Court
Miami, Florida 33054

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Ronald McKinnis
16021 N.W. 18 Court
Miami, Florida 33054

9. **Amendment of Articles.** This corporation reserves the right to amend or 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.

10. **Indemnification.** This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.

11. **Debts of the Corporation.** The private property of the shareholders shall not be subject to payment of the corporate debts in any event.


12. **Conflict of Interest.** This corporation, expressly elects not to be governed by Florida Statutes Section 607.0901 (1991), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are peculiarly or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be peculiarly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.


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Articles of Incorporation
Page 3

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11 day of Oct, 1996.



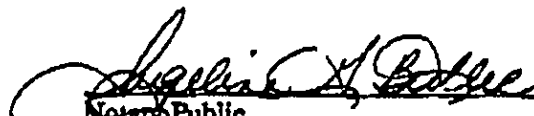
Ronald McKinnis, Incorporator


Stanley E. Johnson, Jr., Registered Agent

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared Ronald McKinnis, to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced Florida DL H25272557090 as identification or _____ is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11 day of October, 1996.



Notary Public
State of Florida

My Commission Expires:



ANGELINA G. BUTLER
My Commission 00621938
Expires Jan. 04, 2000

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared Stanley E. Johnson, Jr., to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or ☒ is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11 day of October, 1996.



NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:
P. 05/07



ANGELINA G. BUTLER
My Commission 00621938
EMPIRE CORPORATE KIT

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Articles of Incorporation
Page 4

STATE OF FLORIDA)
)
COUNTY OF DADE)

The undersigned being the duly elected and acting Director/President for MAC DRUMS INCORPORATED does on behalf of MAC DRUMS INCORPORATED certify that he is familiar with and accepts the duties and responsibilities of Director/President for MAC DRUMS INCORPORATED

By *Ronald McKinnis*
NAME: Ronald McKinnis
TITLE: Director/President

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 16 day of October, 1996 by Ronald McKinnis, who has produced Florida DL #2527255100 as identification for MAC DRUMS INCORPORATED or _____ is personally known by me.

Angeline G. Butler
Name: _____
Notary Public



ANGELINE G. BUTLER
My Commission Expires Jan. 04, 2000

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Articles of Incorporation
Page 5

STATE OF FLORIDA)
)
COUNTY OF DADE)

The undersigned being the duly elected and acting Register Agent for MAC DRUMS INCORPORATED does on behalf of MAC DRUMS INCORPORATED certify that he is familiar with and accepts the duties and responsibilities as Register Agent for MAC DRUMS INCORPORATED

By: Stanley E. Johnson, Jr.
Name: Stanley E. Johnson, Jr.
Title: Register Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 16 day of October, 1996 by Stanley E. Johnson, Jr., who has produced _____ as identification for MAC DRUMS INCORPORATED or X is personally known by me.

Angeline C. Butler
Name:
Notary Public.



ANGELINE C. BUTLER
My Commission 00081030
Expires Jan. 04, 2000