

P97000000778

Charles A. DeBenedictis, PA
Requestor's Name

3345-1 Killdeer Ct
Address

668

Tallahassee FL 32308 4914
City/State/Zip Phone #

20000121 14:00
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. The Duke Guitar Company, Inc. 9000002046519--2
(Corporation Name) (Document #) -01/06/97--01023--004
***122.50 ***122.50
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☒ Pick up time 1/6 @ 8:45

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 JAN -3 PM 4:00
RECEIVED
97 JAN -3 PM 3:22
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
THE DODGE GUITAR COMPANY, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN -3 PM 4:00

FILED

I, the undersigned, do hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of incorporating THE DODGE GUITAR COMPANY, INC. (the "Corporation"), under the Laws of the State of Florida.

ARTICLE I

NAME - The name of the Corporation is: THE DODGE GUITAR COMPANY, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS - The Corporation's principal office shall be located at 2120 Longview Drive, Tallahassee, Leon County, Florida 32303, and its mailing address shall be 2120 Longview Drive, Tallahassee, Leon County, Florida 32303.

ARTICLE III

TERM OF EXISTENCE - This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV

GENERAL PURPOSE OF CORPORATION - The general purpose of the Corporation and the nature of the business to be transacted by the Corporation are to engage in any and all activities and exercise any and all powers, rights and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK - The maximum number of shares of any equity security that the Corporation is authorized to have outstanding at any time shall be as follows: ONE THOUSAND (1000) shares of common stock having a par value of one cent (\$.01) per share. The whole or any part of the common stock of the Corporation shall be payable in lawful money of the United States of America, or in property, labor or services at a just valuation to be fixed by the Board of Directors in its sole discretion.

ARTICLE VI

REGISTERED AGENT AND INITIAL REGISTERED OFFICE - The initial registered agent and the street address of the initial registered office of the Corporation shall be Claire A. Duchemin, 3845-1 Killearn Court, Tallahassee, Florida 32308. The Board of Directors may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

INDEMNIFICATION- The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the Corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees', or agents' duties to the Corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the Corporation's Bylaws and shall not deviate therefrom without amending said Bylaws.

ARTICLE VIII

DIRECTORS - The Corporation shall not have less than one (1) Director initially. The number of directors may be increased or decreased by the Board of Directors, as expressed in the Corporation's Bylaws, but shall never be less than one (1). A Director is not required to meet any qualifications other than those required by the laws of the State of Florida. The names and addresses of the initial directors are as follows:

Rick M. Dodge
2120 Longview Drive
Tallahassee, FL 32303

Janice Dodge
2120 Longview Drive
Tallahassee, FL 32303

ARTICLE IX

INCORPORATOR - The name and street address of the person acting as the Incorporator of the Corporation are as follows:

Janice Dodge
2120 Longview Drive
Tallahassee, FL 32303

ARTICLE X

PREEMPTIVE RIGHTS - All holders of the Corporation's Common Stock shall have Preemptive Rights with respect to any stock, regardless of class or series, issued by the Corporation subsequent to the date on which any such shareholder purchased his shares. The Preemptive Right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the Corporation such that his proportionate ownership interest in the Corporation will remain the same.

ARTICLE XI

AMENDMENT - These Articles of Incorporation may be amended as provided under the laws of the State of Florida or in the By-Laws of the Corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation this 02 day of JANUARY, 1997.

Janice Dodge
JANICE DODGE
Incorporator

STATE OF FLORIDA)
COUNTY OF Leon)

I CERTIFY that on this day, before me, the undersigned authority, a Notary Public, personally appeared JANICE DODGE, to me well known and known to me to be the individual described as the Incorporator and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to said Articles of Incorporation. She produced no as a form of identification and she did not take an oath.

WITNESS my hand and official seal this 02 day of January, 1997.

Angela J. Wittenberg
NOTARY PUBLIC, State of Florida
at Large

My Commission expires:



ANGELA J. WITTENBERG
MY COMMISSION # CC373217 EXPIRES
JUNE 9, 1998
BONDED THRU TRY FARM INSURANCE, INC.

**CERTIFICATE
OF
ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT OF
THE DODGE GUITAR COMPANY, INC.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida, does hereby accept the appointment as such Registered Agent and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office which is located at:

3845-1 Killearn Court
Tallahassee, Florida 32308

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Tallahassee, Leon County, Florida, this 3rd day of January, 1997.

By: Claire A. Duchemin
CLAIRE A. DUCHEMIN

FILED
97 JAN -3 PM 4:00
STATE
FLORIDA