LAW OFFICE

KEITH A. JAMES

P97000015064

February 12, 1997

VIA OVERNIGHT MAIL

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-02/13/97--01072--013
****122.50 ****122.50

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

RE: **HOUSE OF JAZZ, INC.**

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation, together with this firm's check in the amount of $122.50, representing payment for the following expenses:

Filing Fee	$ 35.00
Registered Agent Fee	35.00
Certified Copy	52.50
Total	**$122.50**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Please return the certified copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,

KEITH A. JAMES

KAJ/kms
Enclosures

cc: Ms. Bettye-Jo W. Mayo
Mr. Larry Lee, Jr.

KEITH A. JAMES, P.A.
1655 Palm Beach Lakes Blvd., Suite 810
West Palm Beach, Florida 33401
Phone (561) 686-4500 • Fax (561) 684-1508

2/17/97

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
HOUSE OF JAZZ, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is **HOUSE OF JAZZ, INC.**

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 1655 Palm Beach Lakes Boulevard, Suite 810, Tower C, West Palm Beach, Florida 33401.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock with $0.01 par value per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1655 Palm Beach Lakes Boulevard, Suite 810, Tower C, West Palm Beach, Florida 33401. The name of the initial registered agent of the Corporation at that address is KEITH A. JAMES.

ARTICLE VII

INITIAL DIRECTORS

The names and street addresses of the initial directors of the Corporation are as follows:

	Name:	Address:
1.	Larry Lee, Jr.	2209 South 25th Street Ft. Pierce, FL 34947

	Name:	Address:
2.	Mary Ann Crebassa	800 Virginia Avenue, #11 Ft. Pierce, FL 34982
3.	Darryl R. Thomas-Bey	1767 West Royal Tern Lane Ft. Pierce, FL 34982
4.	Scott Hanawalt	149 N.E. Caprona Avenue Port St. Lucie, FL 34983
5.	Bettye-Jo W. Mayo	894 S.E. Solaz Avenue Port St. Lucie, FL 34983
6.	Karen Hanawalt	149 N.E. Caprona Avenue Port St. Lucie, FL 34983
7.	James H. Kerley, III	559 N.E. Noah Street Port St. Lucie, FL 34983
8.	Stix Nickson	271 N.E. Faring Avenue Port St. Lucie, FL 34983

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is as follows:

Name:	Address:
Keith A. James	1655 Palm Beach Lakes Boulevard Suite 810, Tower C, The Forum West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of February, 1997.

KEITH A. JAMES

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 12TH day of February, 1997, by KEITH A. JAMES, who:

[✓] is personally known to me; or
[ ] has produced identification:_____

Karen M. Savignac
Notary Public, State of Florida

Karen M. Savignac
(Print, Type or Stamp Commissioned Name of Notary Public)

Karen M. Savignac
Notary Public, State of Florida
Commission No. CC 519782
My Commission Expires 12/18/99
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, KEITH A. JAMES, am familiar with and accept the obligations of the appointment as the initial registered agent of **HOUSE OF JAZZ, INC.**, as made in the foregoing Articles of Incorporation.

DATED this 24 day of February, 1997.

By: _____
KEITH A. JAMES

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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