



P97000056016

June 20, 1997

**BOARD OF DIRECTORS**

**Officers**

Dr. Roy Phillips  
President

Hosea Butler, Jr.  
Secretary

Verbert C. Anderson  
Treasurer

**Members**

Cornelius E. Allen

Reginald Clyne, Esq.

T. Wilford Fair

John A. Hall

Ken Mason

Congresswoman Carrie P. Meek

Garth C. Reeves

Neill Robinson

Dorothea Stewart

David L. Wilson

Elaine H. Black,  
Executive Director

Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation:  
305 RECORDS, INC.

500002222265--2

-06/25/97--01008--009

\*\*\*122.50 \*\*\*122.50

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificate Designating Place of Business for the above-referenced corporation along with check #601 in the sum of \$122.50 for filing fee.

Please file both the Articles and Certificate of Designation for the corporation and return a file-marked certified copy of each document to the following:

STANLEY B. LEWIS  
ATTORNEY AT LAW  
TOOLS FOR CHANGE  
6255 N.W. 7th Avenue  
Miami, Florida 33150

Thank you for your attention to this matter.

Sincerely,

*Stanley B. Lewis*  
Stanley B. Lewis  
Attorney at Law

Encls.

FILED  
97 JUN 25 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**TOOLS FOR CHANGE**  
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

6255 N.W. 7th Avenue • Miami, FL 33150 • Telephone: (305) 751-8934 • Facsimile: (305) 751-1619

m 6/25/97

ARTICLES OF INCORPORATION

OF

305 RECORDS, INC.

FILED

97 JUN 25 PM 2:29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is 305 RECORDS, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the Corporation is 1331 NW 81st Terrace, Miami, FL 33147 and the mailing address of the Corporation is P.O. Box 681501, Miami, FL 33168.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The

consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

#### ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

#### ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 1331 NW 81st Terrace, Miami, FL 33147 and HERMAN "MICK" BOSTIC is the registered agent at that office.

#### ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the ByLaws.

The initial Board of Directors of the Corporation shall be comprised of:

HERMAN "MICK" BOSTIC  
340 SEAMAN AVENUE  
Opa Locka, FL 33054

LILLIAN CLEMENTE  
14642 SW 110th Street  
Miami, FL 33186

ELLEN GUYTON  
315 NW 108th Street  
Miami, FL 33168

#### ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended by the shareholders or board of directors, in the manner now or hereinafter

prescribed by statute or set forth in the Corporation's ByLaws, so long as same does not conflict with the Florida Statutes.

**ARTICLE X: INCORPORATOR**

The incorporator of the Corporation is as follows:

HERMAN "MICK" BOSTIC  
340 SEAMAN AVENUE  
Opa Locka, FL 33054

LILLIAN CLEMENTE  
14642 SW 110th Street  
Miami, FL 33186

IN WITNESS WHEREOF, We, HERMAN "MICK" BOSTIC and LILLIAN CLEMENTE, the undersigned incorporators, have signed these Articles of Incorporation on this 20th day of June, 1997 and acknowledged the same to be our act.

  
HERMAN "MICK" BOSTIC

  
LILLIAN CLEMENTE

STATE OF FLORIDA     )

COUNTY OF DADE       )

The foregoing instrument was sworn to before me this 20th day of June, 1997 by HERMAN "MICK" BOSTIC and LILLIAN CLEMENTE, both of whom personally appeared before me at the time of notarization, and both of whom have provided Florida Driver's Licenses respectively as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS  
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS  
My Commission CC407757  
Expires Sep. 18, 1998  
Bonded by HAI  
800-452-1555

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That 305 RECORDS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named HERMAN "MICK" BOSTIC located at 1331 NW 81st Terrace in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

**ACKNOWLEDGEMENT:**

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~~.

BY HERMAN "MICK" BOSTIC

DATE: 6-20

FILED  
JUN 25 PM 2:29  
97  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA