

Jeffery D. Toney, Esquire
Post Office Box 46
Shalimar, Florida 32579

August 15, 1997

Attn: Dana Calloway
Secretary of State
409 East Gaines Street
Tallahassee, Fl. 32399

Re: BLAKKFACE ENTERTAINMENT, Inc.
Articles of Incorporation.

700002271687--5
-08/19/97--01092--002
****132.00 ****132.00

Dear Ms. Calloway:

Please find enclosed proposed Articles of Incorporation for BLAKKFACE ENTERTAINMENT, Inc. Also, included is the fee required for filing of the Articles of Incorporation.

If these Articles are appropriate, please forward a Certificate of Good Standing for the above-referenced name as soon as possible. Your kind consideration will be greatly appreciated.

If you have any questions or comments, please do not hesitate to call upon me at (904) 862-3279 at your earliest convenience. Your timely attention to this matter will be greatly appreciated. I remain,

Sincerely,

Jeffery D. Toney
Attorney at Law

JDT:pb
Enclosure

FILED
97 AUG 18 PM 2:22
SECRET
TALLAHASSEE, FL 32399

18/8/97

ARTICLES OF INCORPORATION
FOR
BLAKKFACE ENTERTAINMENT, INC

FILED
97 AUG 18 PM 2:22
SEC. OF STATE
TALLAHASSEE, FLORIDA

Article I.

Corporate Name

The name of this corporation is BLAKKFACE ENTERTAINMENT, INC

Article II.

Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III.

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of One Dollar (\$1.00) per share.

Article IV.

Term of Existence

This Corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

Article V.

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI.

Registered Agent and Initial Registered and Principal Office

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be:

JAMES PIERRILUS
117 RACETRACK ROAD NW # 132
Ft. Walton Beach, FL 32547

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VII.

Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

Article VIII.

Initial Director

The name of the initial director of this Corporation and his street address is:

JAMES PIERRILUS
117 RACETRACK ROAD NW # 132
Ft. Walton Beach, FL 32547

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever

occurs first.

Article IX.

Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

JAMES PIERRILUS
117 RACETRACK ROAD NW # 132
Ft. Walton Beach, FL 32547

Article X.

Cumulative Voting

Each Shareholder entitled to vote shall have a number of votes equal to the number of voting shares held by the Shareholder multiplied by the number of Directors that the Shareholder may elect. The Shareholder may cast all such votes for a single candidate or may distribute them among some or all of the candidates. The exercise of this right shall be termed cumulative voting.

Article XI.

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed the foregoing Articles of Incorporation on the 15 day of AUGUST, 1997. JP

James Pierrilus

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this 15th day of August, 1997, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared JAMES PIERRILUS who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his/her free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

 To me personally known

☒ Identified by Driver's License Number P642-440-72-307-0
 issued by the State of Florida



JOHN F. JENKINS
My Comm Exp. 1/17/99
Bonded By Service Ins
No. CC433680
☐ Personally Known ☒ Other I.D.

John F. Jenkins
Notary Public
Typed Name: John F. Jenkins
My Commission Expires: 1/17/99
Commission No.: CC433680

I, JAMES PIERRILUS, am hereby familiar with and accept the duties and responsibilities as Registered Agent for BLAKKFACE ENTERTAINMENT, INC

James Pierrilus
JAMES PIERRILUS
Registered Agent

FILED
97 AUG 18 PM 2:22
TALLAHASSEE, FLORIDA