

P98000024513

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Jon Doh/Aggressive Lyrics
(Proposed corporate name - must include suffix)

400002457314--5
-03/13/98--0119--011
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

%\$70.00
Filing Fee

%\$78.75
Filing Fee
& Certificate

%\$122.50
Filing Fee
& Certified Copy

%\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Deshone P. Vance
Name (Printed or typed)

P. O. Box 972672
Address

Miami, Florida 33197-2672
City, State & Zip

(305) 257-4741
Daytime Telephone number

FILED
98 MAR 13 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

7/13-16-98

ARTICLES OF INCORPORATION
OF
JON DOH/AGGRESSIVE LYRICS, INC.

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE
NAME

THE NAME OF THE CORPORATION IS JON DOH/AGGRESSIVE LYRICS, INC.

ARTICLE TWO
CORPORATE DURATION

THE DURATION OF THE CORPORATION IS PERPETUAL.

ARTICLE THREE
PURPOSE OR PURPOSES

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE:

1. TO ENGAGE IN THE BUSINESS OF MUSIC PRODUCTION, PROMOTION, DISTRIBUTION, AND ANY OTHER RELATED ENTERPRISES IN THE ENTERTAINMENT INDUSTRY.
2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT OR TO ENGAGE IN ANY OTHER TRADE OR BUSINESS WHICH CAN, IN THE OPINION OF THE BOARD OF DIRECTORS OF THE CORPORATION, BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH OR AUXILIARY TO THE FOREGOING BUSINESS.
3. TO DO SUCH OTHER THINGS AS ARE INCIDENTAL TO THE FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE FOUR
CAPITALIZATION

1. THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS ONE THOUSAND (1000). SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$0.01 PER SHARE.
2. THE CORPORATION IS AUTHORIZED TO ISSUE ONLY ONE CLASS OF STOCK, AND ALL ISSUED STOCK SHALL BE HELD OF RECORD BY NOT MORE THAN THIRTY-FIVE

FILED
98 MAR 13 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PERSONS. STOCK WILL BE ISSUED AND TRANSFERRED ONLY TO (1) NATURAL PERSONS, (2) ESTATES, OR (3) A TRUST AS DESCRIBED IN TITLE 26 UNITED STATES CODE SECTION 1371 DEFINED AS A QUALIFIED "SMALL BUSINESS CORPORATION". IN ADDITION, NO STOCK SHALL BE ISSUED OR TRANSFERRED TO A NONRESIDENT ALIEN.

ARTICLE FIVE
REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE CORPORATION IS 10675 S.W. 181ST STREET, MIAMI, FLORIDA 33157 (MAILING ADDRESS OF P.O. BOX 972672, MIAMI, FLORIDA 33197-2672), INITIAL REGISTERED OFFICE OF THE CORPORATION IS 2800 BISCAYNE BOULEVARD, NINTH FLOOR, MIAMI, FLORIDA 33147 AND THE NAME OF ITS INITIAL REGISTERED AGENT AT THAT ADDRESS IS CARL D. BERRY, ESQ.

ARTICLE SIX
DIRECTORS

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS THREE. THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

DESHONE P. VANCE
10675 S.W. 181ST
STREET
MIAMI, FLORIDA
33157

JOHNNY R. SMITH, JR.
2162 N.W. 5TH
AVENUE, APT 18
MIAMI, FLORIDA
33127

EUREKA J. BURGESS
17850 S.W. 184TH
STREET
MIAMI, FLORIDA
33187

ARTICLE SEVEN
OFFICERS

THE INITIAL OFFICERS OF THE CORPORATION SHALL SERVE UNTIL THE FIRST ANNUAL MEETING OR UNTIL SUCH TIME AS THE BOARD OF DIRECTORS HOLDS A DULY NOTICES SPECIAL MEETING TO ELECT NEW OFFICERS AS MORE FULLY SET FORTH IN THE BYLAWS. THE NAME AND ADDRESS OF THE INITIAL OFFICERS OF THE CORPORATION SHALL BE AS FOLLOWS:

PRESIDENT
DESHONE P. VANCE
10675 S.W. 181ST
STREET
MIAMI, FLORIDA
33157

VICE-PRESIDENT
JOHNNY R. SMITH, JR.
2162 N.W. 5TH
AVENUE, APT 18
MIAMI, FLORIDA
33127

TREASURER
EUREKA J. BURGESS
17850 S.W. 184TH
STREET
MIAMI, FLORIDA
33187

SECRETARY
EUREKA J. BURGESS
17850 S.W. 184TH
STREET
MIAMI, FLORIDA
33187

**ARTICLE EIGHT
INCORPORATORS**

THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

DESHONE P. VANCE
10675 S.W. 181ST STREET
MIAMI, FLORIDA 33157

JOHNNY R. SMITH, JR.
2162 N.W. 5TH AVENUE
MIAMI, FLORIDA 33127

FILED
98 MAR 13 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION**

THE CORPORATION RESERVES THE RIGHT TO AMEND, ADD TO, OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, IN THE MANNER CONSISTENT WITH LAW AND IN CONFORMITY WITH THE PROVISIONS SET FORTH IN THE BYLAWS.

EXECUTED BY THE UNDERSIGNED AT MIAMI, FLORIDA ON THIS 10th DAY OF MARCH, 1998.

SIGNED:


DESHONE P. VANCE


JOHNNY R. SMITH, JR.

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


CARL D. BERRY
DATE 3/10/98