

P99000052177

Kerry W. Cleaver
916 Carnegie Drive
Inverness, FL 34450-6820

June 4, 1999

Florida Department of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314

FILED
99 JUN -7 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6000002896766-13
-06/07/99-01121-018
*****78.75 *****78.75

RE: **Sunshine Records, Inc.**

Dear Sir or Ma'am:

Please find enclosed the original and one copy of the proposed Charter for the above referenced corporation (including designation of Resident Agent) together with a check payable to your order in the amount of \$78.75 to cover the following:

Filing fee for Charter	\$ 35.00
Certified copy of Charter	8.75
Filing fee for Certificate of Registered Agent	35.00
TOTAL:	\$ 78.75

Please return the certified copy of the Charter to:

Kerry W. Cleaver
c/o Robin White, 321 NW Third Avenue, Ocala, FL 34475

Thank you for your cooperation in this matter.

Sincerely yours,



Kerry W. Cleaver

KWC/rrw
Enclosures

CB
6-9-99
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**ARTICLES OF INCORPORATION
OF
SUNSHINE RECORDS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is SUNSHINE RECORDS, INC. with a mailing address of 916 Carnegie Drive, Inverness, FL 34450-6820.

ARTICLE II - COMMENCEMENT AND DURATION

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V - REGISTERED OFFICE

The street address of the initial principal office and registered office of the corporation is: 916 Carnegie Drive, Inverness, FL 34450-6820. The name of its initial Registered Agent is KERRY W. CLEAVER.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director is:

**KERRY W. CLEAVER
916 Carnegie Drive
Inverness, FL 34450-6820**

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

KERRY W. CLEAVER
916 Carnegie Drive
Inverness, FL 34450-6820

ARTICLE VIII

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

ARTICLE IX - PRE-EMPTIVE RIGHTS

The shareholder(s) may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner proper words to notify any holder, buyer or transferee thereof of such agreement.

EXECUTED by the undersigned person on this the 4th day of June, 1999.


KERRY W. CLEAVER,
Incorporator

I, KERRY W. CLEAVER, accept the office of Registered Agent. I am located at 916 Carnegie Drive, Inverness, FL 34450-6820, the registered office of this corporation.


KERRY W. CLEAVER,
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Florida
COUNTY OF marion

The foregoing instrument was sworn to and acknowledged before me this 4th day of June, 1999, by **KERRY W. CLEAVER**, as Incorporator and as Registered Agent, who:

- A) ☒ is/are personally known to me OR
_____ who has/have produced a driver's license OR
_____ other identification:
B) ☒ did OR _____ did not take an oath.

Robin R. White

Signature of Notary Public

Print Name: ROBIN R. WHITE

AFFIX SEAL/EXPIRATION DATE:

