

P99000074783

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000020992 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
99 AUG 23 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

money train muzak, inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 06 |
| Estimated Charge | \$78.75 |

N. CULLIGAN AUG 23 1999

H99000020992

**ARTICLES OF INCORPORATION
OF
MONEY TRAIN MUZIK, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is MONEY TRAIN MUZIK, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purposes of Real Estate Investment and any other business.

**ARTICLE IV
CAPITAL STOCK**

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

Prepared by Colin Robinson
ROBINSON & COMPANY
17645 NW 27TH AVE, MIAMI, FL 33056 PHONE: (305) 621-7555/6579

H990000020992

FILED
99 AUG 23 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000020992

2

ARTICLE V

The name of the initial registered agent of this corporation is CONRAD DALEY. The street address of the initial registered office of the corporation in the State of Florida is 101 SW 16 AVE #84, GAINESVILLE, FLORIDA, 32601.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) initial director(s). The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial Director are:

| | |
|--------------|-------------------------------------|
| CONRAD DALEY | 19802 NE 1st AVE MIAMI, FL 33179 |
|--------------|-------------------------------------|

ARTICLE VII INCORPORATION

The name and address of the incorporator of these articles of Incorporation is CONRAD DALEY of 19802 NE 1st AVE, MIAMI FLORIDA 33179.

ARTICLE VIII BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

H99000020992

H99000020992

**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

**ARTICLE X
AMENDMENT**

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 20 day of Aug 1999.


CONRAD DALEY

H99000020992

H99000020992

4

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared CONRAD DALEY known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 20 day of Aug, 1999.



J. A. ALLEN
My Comm Exp. 4/13/2001
Bonded By Service Inc
No. CC638384
() Personally Known (X) Other I.D.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

4 13. 2001

H99000020992

H99000020992

5

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes the following is submitted:

FIRST that MONEY TRAIN MUZIK, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 19802 NE 1st AVE, MIAMI, FLORIDA 33179, has named CONRAD DALEY of 19802 NE 1st AVE, MIAMI FLORIDA 33179, as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated this 20 day of Aug., 1999.

99 AUG 23 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

BY: Conrad Daley
CONRAD DALEY
Registered Agent

H99000020992