

TRANSMITTAL LETTER

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

FILED

99 AUG 17 PM 6:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SUBJECT: Sway Records & Films, Inc.

(Proposed corporate name - must include suffix)

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 of Status

☐ \$78.75 Filing Fee & Certified Copy
☒ \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: Carl D. Berry, P.A.

Name (Printed or typed)

6730 West Commercial Boulevard

Address

Lauderhill, Florida, 33319

City, State & Zip

954-572-7511

Daytime Telephone number

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

D. BROWN AUG 23 1999

ARTICLES OF INCORPORATION OF Sway Records & Films, 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 Sway Records & Films, Inc.

ARTICLE TWO CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE PURPOSE

The general purposes for which the corporation is organized are:

1. To engage in the business of music recording, publishing, distribution, and promotion, as well as any other related enterprises in the entertainment industry;
2. Film production and promotion;
3. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or 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; and
4. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 2,000. Such shares shall be of a single class, and shall be without par value.

All issued stock shall be held of record by not more than ten 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 a qualified "small business corporation". In addition, no stock shall be issued or transferred to a nonresident alien.

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ARTICLE FIVE
REGISTERED OFFICE AND AGENT

The street address of the corporation is 2770 N.W. 193rd Terrace, Miami, Florida 33056. The street address of the initial registered office of the corporation is 6730A West Commercial Boulevard, Lauderhill, Florida 33319, and the name of its initial registered agent at such address, is Carl D. Berry, Esq.

ARTICLE SIX
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

Calvin A. Collins
20901 N.W. 30th Court
Miami, Florida 33056

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 noticed 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:

<u>President</u>	<u>Vice President</u>	<u>Treasurer</u>	<u>Secretary</u>
Calvin A. Collins 20901 N.W. 30 th Court Miami, Florida 33056	Lashonda M. Santiago 2770 N.W. 193 rd Terrace Miami, Florida 33056	Lashonda M. Santiago 2770 N.W. 193 rd Terrace Miami, Florida 33056	Lashonda M. Santiago 2770 N.W. 193 rd Terrace Miami, Florida 33056

ARTICLE EIGHT
INCORPORATORS

The name and address of each incorporator is:

Calvin A. Collins
20901 N.W. 30th Court
Miami, Florida 33056

ARTICLE NINE
INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE TEN
DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on

the affirmative vote of the holders of at least two thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after paying the debts of the corporation, be distributed to the shareholders in the manner prescribed in the bylaws of this corporation.

ARTICLE ELEVEN
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale or transfer of ownership of any stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at fair market value as determined in the manner prescribed in the bylaws.

ARTICLE TWELVE
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 6th day of August, 1999.

Signed:

Cal. Collins

Calvin A. Collins

STATE OF FLORIDA
COUNTY OF Broward

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Calvin A. Collins, known to be and known by me or has produced FSL # C452-101-74-307-0 as identification, as the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 6th day of August, 1999.

Carlo Jean-Joseph
NOTARY PUBLIC, State of Florida
at Large



CARLO JEAN-JOSEPH
My Commission CG525577
Expires Jan. 18, 2000

My commission expires:

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.

Cal Collins
Signature/Registered Agent

Date

August 6, 1999

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TALLAHASSEE, FLORIDA