

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P9900000

Underground Culture, Inc

93147

100003022111--2
-10/22/99--01051--013
****350.00 *****87.50

4 Filings

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☒ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 22 AM 10:44

APPROVED
AND
FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 22 AM 10:19

RECEIVED

10/22/99

**ARTICLES OF INCORPORATION
OF
UNDERGROUND CULTURE, INC.**

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

Article I

The name of this corporation is **UNDERGROUND CULTURE, INC.**

Article II

The existence of the corporation shall begin on Oct. 22, 1999.

Article III

The street address of the principal office of the corporation is:

Underground Culture, Inc.
C/o Eugene J. Howard
1111 Lincoln Road Suite 800
Miami Beach, FL 33139

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 22 AM 10:44

APPROVED
AND
FILED

Article IV

This corporation is authorized to issue 750,000 shares of Class A common stock and 250,000 shares of Class B stock all of which shall be designated as "common shares". All of said common shares shall be payable in cash, or payable in property (real or personal), labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The holders of Class A common stock and the holders of Class B common stock shall carry with it three votes while each share of Class A common stock shall carry with it one vote.

Article V

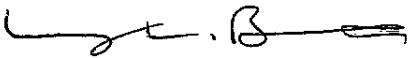
The initial street address of the corporation's registered office is: 1111 Lincoln Road, Suite 800, Miami Beach, Florida 33139. The initial registered agent for the corporation at that address is: **Eugene J. Howard.**

Article VI

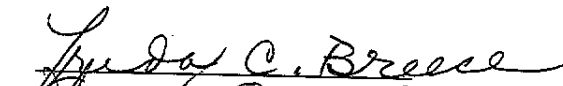
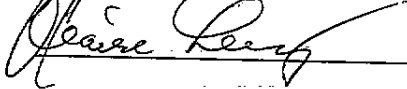
The name and street address of the incorporator of these articles of incorporation is:

Murray M. Brown, IV,
1111 Lincoln Road Suite 800
Miami Beach FL 33139.

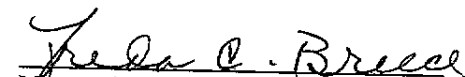
The undersigned has executed these Articles of Incorporation on OCT. 21, 1999.

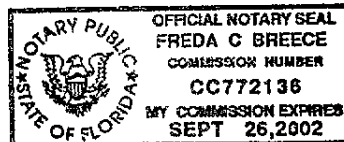

Murray M. Brown, IV, President,
Treasurer and Secretary.

Witnesses:

Sworn to and subscribed before me
by Murray M. Brown, IV, this 21
day of October, 1999.


Notary Public, State of Florida



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 22 AM 10:45

APPROVED
AND
FILED

THE UNDERSIGNED hereby accepts the designation of Registered Agent and hereby agrees to comply with all pertinent Statutes.


Eugene J. Howard,
As Registered Agent.