CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-250 • 1-800-342-8062 • Fax (850) 222-1222

Florida Cert. 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_ Signature Vehicle Search Driving Record Requested by: LM UCC 11 Search Time Date Name UCC 11 Retrieval Courier Walk-In ____ Will Pick Up



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 21, 2000

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST., STE. 1 TALLAHASSEE, FL 32302

SUBJECT: FLORIDA KEYS, INC. Ref. Number: W00000007480

We have received your document for FLORIDA KEYS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith Document Specialist

Letter Number: 700A00015453

Corrected.

ARTICLES OF INCORPORATION

OF

FLORIDA KEYS MUSIC, INC.

rporation under

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I. NAME AND ADDRESS: The name and address of the corporation is: FLORIDA KEYS MUSIC, INC., 3853 S. Nova Road, Port Orange, Florida 32127.

ARTICLE II. TERM OF EXISTENCE: The period of its duration is perpetual.

ARTICLE III. GENERAL NATURE OF BUSINESS: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK: The corporation shall have authority to issue 100 shares, Common Stock, at \$1.00 par value.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE: The address of the initial registered office is: 3853 S. Nova Road, Port Orange, Florida 32127, and the name of the initial registered agent at said address is: JOHN PHANCO.

ARTICLE VI. MANAGEMENT BY SHAREHOLDERS: The business of this corporation shall be managed by its shareholders rather than by a Board of Directors. The shareholders reserve unto themselves the power to adopt, alter, amend, or repeal the by-laws of this corporation. In the management of the business of the corporation,

the act of the shareholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders. Each shareholder shall be entitled to one vote in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person, or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE VII. INCORPORATORS: The name and address of the incorporator is: JOHN PHANCO
502 Boxwood Lane
New Smyrna Beach, Florida 32169

ARTICLE VIII. AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law and approved by the shareholders by a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this $17^{7^{H}}$ day of March, 2000.

[ncorporator

STATE OF FLORIDA

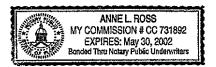
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 17 day of March, 2000 by JOHN PHANCO, who is personally known to me or who has produced Florida Driver's License as identification.

NOTARY PUBLIC:

ANNE L. ROSS

State of Florida at Large



The undersigned, having been named to accept service of process for the above stated corporation, at the place designated in Article V of the Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office.

JOHN PHANCO

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SECTION SEC