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December 13, 1999

**P9900011680**

Secretary of State  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32301

**EFFECTIVE DATE**

01-03-02

Dear Sir:

I am enclosing herewith the original and one (1) copy of the Articles of Incorporation of Majestic Records, Inc., together with the certificate designating place of business for service of process within the State of Florida, and naming agent upon whom process may be served, together with a check in the amount of \$78.75, consisting of the following;

Filing fee	\$35.00
Resident agent fee	\$35.00
Certified copy of the Articles of Incorporation	\$ 8.75

Your usual prompt attention to this matter will be greatly appreciated.

Sincerely,

Norman I. Segal

NIS/s  
Encl. (5)

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-12/16/99--01031--004

\*\*\*\*\*78.75 \*\*\*\*\*78.75

T. Burch DEC 30 1999



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 20, 1999

NORMAN I SEGAL, P.A.  
PO BOX X 640367  
MIAMI, FL 33164-0367

SUBJECT: MAJESTIC RECORDS, INC.  
Ref. Number: W99000028977

We have received your document for MAJESTIC RECORDS, 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 effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 299A00059559

**ARTICLES OF INCORPORATION**  
**OF**  
**MAJESTIC RECORDS, INC.**

**EFFECTIVE DATE**

01-03-00

We, the undersigned subscribers to these Articles of Incorporation, being legally competent to incorporate, hereby associate ourselves to form a Corporation for profit under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this corporation shall be Majestic Records, Inc.

**ARTICLE II**

**DURATION OF THE CORPORATION**

The existence of this Corporation shall begin on January 3, 2000, and shall exist perpetually.

**ARTICLE III**

**PURPOSE OF BUSINESS**

This Corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This Corporation is authorized to issue a maximum aggregate of 10,000 shares of common stock, each with a par value of fifty cents (\$.50).

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The initial street address of the principal office of this corporation is 2100 N. Atlantic Avenue, Suite 605, Coco Beach, FL 32931. The initial street address of the registered office of this corporation, in the State of Florida, is 2100 N. Atlantic Avenue, Suite 605, Coco Beach, FL 32931. The name of the initial registered agent of this Corporation at the registered office is Thomas C. Koujales.

The Board of Directors may, from time to time, move the registered office or change the registered agent, to any other address in the State of Florida or to any other person, in the manner established by and consistent with the laws of the State of Florida

**ARTICLE VI**

**DIRECTORS**

This Corporation shall have three (3) directors, initially. The number of Directors may be increased or diminished, from time to time, by the by-laws adopted by the Stockholders.

**ARTICLE VII**

**INITIAL DIRECTORS**

The name and street address of the members of the first Board of Directors, of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Joe Hill	812 Mimosa Place Indian Harbor Beach Florida 32932
Nikki Fernandez	2100 N. Atlantic Avenue Suite 204 Cocoa Beach, FL 32931
Thomas C. Koujales	2100 N. Atlantic Avenue Suite 605 Cocoa Beach, FL 32931
Pamela DiMarco	2100 N. Atlantic Avenue Suite 605 Cocoa Beach, FL 32931

**ARTICLE VIII**

**INCORPORATORS**

The name and street address of the Subscriber to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Joe Hill	812 Mimosa Place Indian Harbor Beach Florida 32932
Nikki Fernandez	2100 N. Atlantic Avenue Suite 204 Cocoa Beach, FL 32931
Thomas C. Koujales	2100 N. Atlantic Avenue Suite 605 Cocoa Beach, FL 32931
Pamela DiMarco	2100 N. Atlantic Avenue Suite 605 Cocoa Beach, FL 32931

**ARTICLE IX**

**AMENDMENTS**

Amendments to the Articles of Incorporation shall be made in the following manner:

The Board of Directors shall adopt a resolution setting forth the proposed amendment and, if shares have been issued, directing that it be submitted to a vote at a meeting of Stockholders, which may be either the annual or special meeting. If no shares have been issued, the amendment shall be adopted by a vote of the majority of Directors and the provisions for adoption by Stockholders shall not apply.

Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Stockholder of record, entitled to vote thereon, within the time and in the manner provided, in the by-laws, for the giving of notice of meetings of Stockholders. If the meeting is an annual meeting, the proposed amendments or such summary may be included in the notice of such annual meeting.

At such meeting a vote of the Stockholders entitled to vote thereon, shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon, unless any class of stock is entitled to vote as a class, in which event the proposed amendment shall be adopted upon receiving the affirmative vote of the holders of a majority of the shares of each class of stock entitled to vote thereon as a class, and the total shares entitled to vote thereon.

Any number of amendments may be submitted to the Stockholders, and voted upon by them, at one meeting.

If all of the Directors and all of the Stockholders of the Corporation, eligible to vote, sign a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, then the amendments shall thereby be adopted as though the above requirements had been satisfied.

The Stockholders may amend the Articles of Incorporation, without an act of the Directors, at a meeting for which notice of the changes to be made is given.

#### ARTICLE X

##### FURTHER POWERS

In addition to the corporate powers enumerated in Florida Statutes (ChSuiteer 607), this corporation shall have the further right and power to:

Determine, from time to time, whether and to what extent and at what times and places and under what conditions and regulations, the accounts and books of this corporation, other than the stock book, or any of them shall be open for the inspection of Stockholders; and no Stockholder shall have any right of inspecting any account, book or document of this Corporation except as conferred by statute, unless authorized by a resolution of the Stockholders of Board of Directors.

This Corporation may, in its by-laws, confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

Both Stockholders and Directors shall have the power, if the by-laws so provide, to hold their respective meeting, an to have one or more Officers within or without the State of Florida, and to keep the books of this corporation, subject to the provisions of the statutes, outside of the State of Florida, at such places as may, from time to time, be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereinafter prescribed by statute, and all right conferred upon Stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned being each and all the original subscribers to the capital stock hereinbefore named, for the purposes of forming a Corporation for Profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hands and seals this 23rd day of November, 1999.

[Signature] L.S.  
[Signature]  
[Signature] L.S.  
Pamela K. DiMarco  
Pamela K. DiMarco L.S.

STATE OF FLORIDA ]  
                                  ]SS  
COUNTY OF BREVARD]

The foregoing instrument was acknowledged before me this 8 day of December, 1999, by Joe Hill, Vikki Fernandez, Thomas C. Koujales and Pamela DiMarco. To me known to be the persons described as the subscribers and who executed the foregoing Articles of Incorporation and are personally known to me and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this \_\_\_\_\_ day of November, A. D. 1999.


[Signature]

SIGN

Charles L. Donovan

PRINT

COMMISSION NUMBER: \_\_\_\_\_



CHARLES L. DONOVAN  
MY COMMISSION # CC 630041  
EXPIRES: February 4, 2000  
Bonded Thru Notary Public Underwriters

NOTARY PUBLIC, STATE OF FLORIDA, AT LARGE

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR  
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act;

That Majestic Records, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Cocoa Beach, County of Brevard, State of Florida, has named Thomas C. Koujales, 2100 N. Atlantic Avenue, Suite 605, Cocoa Beach, FL 32931 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

By: \_\_\_\_\_

Resident Agent