



ACCOUNT NO. : 072100000032

REFERENCE : 842976 7355648

AUTHORIZATION :

COST LIMIT : \$ 78.

Patricia Piquero

ORDER DATE : December 4, 2002

ORDER TIME : 10:31 AM

ORDER NO. : 842976-005

CUSTOMER NO: 7355648

CUSTOMER: Mr. Norm Birmingham
Blue Moon Group, Inc.
307 W. Williams Street

Owosso, MI 48867

FOREIGN FILINGS

NAME: BLUE MOON GROUP, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

AN
 FILED
 02 DEC -5 PM 1:33
 SECRETARY OF STATE
 ALI PHASORER, 20100



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 5, 2002

CSC
SUSIE KNIGHT

SUBJECT: BLUE MOON GROUP, INC.
Ref. Number: W02000034209

We have received your document for BLUE MOON GROUP, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being retained for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return 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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 502A00064689

SECRETARY OF STATE
TALLHASSEE, FLORIDA
02 DEC -5 PM 1:33
ATLANTA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

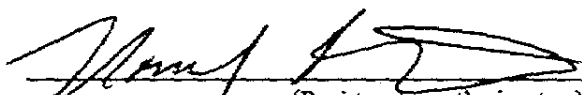
1. Blue Moon Group, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 16-1636770
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 1, 2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. December 1, 2002
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 4957 Garland Branch Rd., Dover FL 33527
(Principal office address)
4957 Garland Branch Rd., Dover FL 33527
(Current mailing address)

8. All lawful Business purposes
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
- Name: Norman J. Birmingham
- Office Address: 4957 Garland Branch Rd.
Dover, Florida 33527
(City) (Zip code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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AND FILED

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned NORMAN J BIRMINGHAM, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

BLUE MOON GROUP, INC.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE
was duly adopted on DECEMBER 5 :2002.

Be it resolved, that BLUE MOON : GROUP, INC.
(Corporate Name)

organized and existing in the State of DELAWARE, hereby adopts the name

BLUE MOON RECORDS GROUP, INC for use in Florida.

Dated: 12/5/2002


Signature of either Chairman, Vice Chairman or any officer

NORMAN J BIRMINGHAM SECRETARY TREASURER
Type or print Name CHIEF FINANCIAL OFFICER

DNHS19(1/00)

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SECRETARY OF STATE
CALL AND REGISTER PHONE
FILED

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Michael Muzio
Address: 4957 Garland Branch Rd.
Dover, FL 33527

Vice Chairman: _____
Address: _____

Director: Norman J. Birmingham
Address: 4957 Garland Branch Rd
Dover, FL 33527

Director: Mark Laisure
Address: 4957 Garland Branch Rd.
Dover, FL 33527

B. OFFICERS

President: Mark Laisure
Address: 4957 Garland Branch Rd.
Dover, FL 33527


Vice President: _____
Address: _____

Secretary: Norman J. Birmingham
Address: 4957 Garland Branch Rd. Dover, FL 33527

Treasurer: Norman J. Birmingham
Address: 4957 Garland Branch Rd. Dover, FL 33527

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SECRETARY OF THE
ATTORNEY GENERAL'S
OFFICE
FILED

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

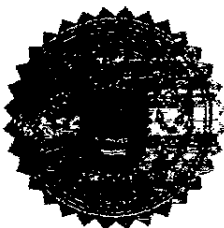
14. Norman J. Birmingham, Secretary
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLUE MOON GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF NOVEMBER, A.D. 2002.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3586807 8300

AUTHENTICATION: 2106560

020719379

DATE: 11-22-02