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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
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TALLAHASSEE, FLORIDA

FOREIGN PROFIT QUALIFICATION

ALFRED MUSIC GROUP INC.

Certificate of Status	0
Certified Copy	0
Page Count	4
Estimated Charge	\$70.00

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 13, 2005

CORPORATION SERVICE COMPANY

RESUBMIT

SUBJECT: ALFRED MUSIC GROUP INC.
REF: W05000033509

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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) 245-6958.

Lee Rivers
Document Specialist

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DIVISION OF CORPORATIONS

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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. ALFRED MUSIC GROUP INC. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEW YORK 3. (State or country under the law of which it is incorporated) (FBI number, if applicable)

4. JANUARY 6, 1970 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification." (SEE SECTIONS 607.1501, 607.1502 and §17.155, F.S.)

7. 16320 Roscoe Boulevard, Suite 100, Van Nuys, CA 91410 (Principal office address)

PO Box 10003, Van Nuys, CA 91410 (Current mailing address)

8. Printing and publication of sheet music (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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301 (City) (Zip code)

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.

Corporation Service Company

(Registered agent's signature)

Jeanine Reynolds as its agent

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.

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

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A. DIRECTORS

Chairman: see attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. *Vance Taylor*
(Signature of Director or Officer listed in number 12 of the application)

14. VANCE TAYLOR CEO
(Typed or printed name and capacity of person signing application)

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ALFRED MUSIC GROUP INC.
(f/k/a Warner Bros. Publications U.S. Inc.)

Rider

DIRECTORS AND OFFICERS

Directors:

Steve Manus

Ron Manus

Address: 16320 Roscoe Boulevard, PO Box 10003, Van Nuys, CA 91410

Officers:

Steve Manus - President

Vance Taylor - Chief Financial Officer

Address: 16320 Roscoe Boulevard, PO Box 10003, Van Nuys, CA 91410

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State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of ALFRED MUSIC GROUP INC. was filed on 01/06/1970, under the name of WARNER BROS. PUBLICATIONS INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment WARNER BROS. PUBLICATIONS INC., changing its name to WARNER BROS. PUBLICATIONS U.S. INC., was filed 03/31/1995.

A Certificate of Amendment WARNER BROS. PUBLICATIONS U.S. INC., changing its name to ALFRED MUSIC GROUP INC., was filed 07/01/2005.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 11th day of July
two thousand and five.



Secretary of State

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TALLAHASSEE, FLORIDA