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\*\*BOARD CERTIFIED IN TAX LAW

October 23, 1997

VIA FEDERAL EXPRESS

500002330375--8

-10/27/97-01103--020

\*\*\*\*\*87.50 \*\*\*\*\*87.50

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Dissolution for  
SPEC'S Music, Inc. - 163<sup>rd</sup> Street, Inc.

Dear Madame/Sir:

Enclosed are the originally executed Articles of Dissolution and a copy of the Unanimous Written Consent of the Shareholders and Directors of SPEC'S Music - 163<sup>rd</sup> Street, Inc approving these Articles.

I am enclosing my firm's check for the filing fee and certified copy in the amount of \$87.50. Also, enclosed, is a self addressed stamped envelope for your convenience. Thank you for your assistance and cooperation.

Very truly yours,

Louis V. Vendittelli

LVV:mmm  
Enclosures

APPROVED  
AND  
FILED

OCT 27 PM 8:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten notes and signatures: "F54922", "328", "F54922", "10-27-97", and a large signature.

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Spec's Music - 163rd Street, Inc.

SECOND: The date dissolution was authorized: October 14, 1997.

THIRD: Adoption of Dissolution (check one)

☒ [X] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ [ ] Dissolution was approved by vote of the shareholders through voting groups.

[The following statements must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

"The number of votes cast for dissolution was sufficient for approval by all of the shareholders."  
(voting group)

Signed this 14th day of October, 1997.

Signature Ann S. Lieff  
(By the Chairman or Vice Chairman of the Board, President, or other officer.)

Ann S. Lieff  
(Typed or printed name)

President  
(Title)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 OCT 27 AM 8:52

APPROVED  
AND  
FILED

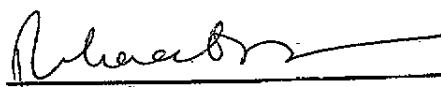
**UNANIMOUS WRITTEN CONSENT OF THE  
SHAREHOLDERS AND DIRECTORS OF  
SPEC'S MUSIC - 163RD STREET, INC.  
IN LIEU OF MEETING**

The undersigned, being the members of the Board of Directors of Spec's Music, Inc., as sole shareholder of Spec's Music - 163rd Street, Inc. (the "Corporation"), and the members of the Board of Directors of the Corporation, hereby make the following written statement in lieu of holding a meeting, pursuant to the terms of Sections 607.821 and 607.0205, Florida Statutes, agree as follows:

RESOLVED, that because the Corporation has no assets or liabilities and is inactive, the Corporation be dissolved effective on the date that the Articles of Dissolution are filed with the Florida Secretary of State.

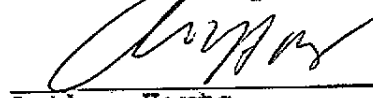
Board of Directors of Spec's Music, Inc. as Sole Shareholder and Board of Directors of Spec's Music - 163rd Street, Inc.

Date: 10/14/97



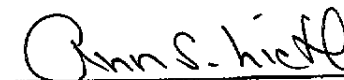
Richard J. Lampen,  
Director of Spec's Music, Inc.

Date: 10/16/97



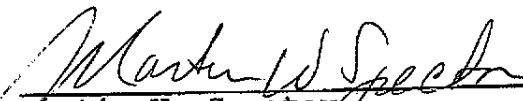
Arthur Hertz,  
Director of Spec's Music, Inc. and  
Spec's Music - 163rd Street, Inc.

Date: 10/14/97



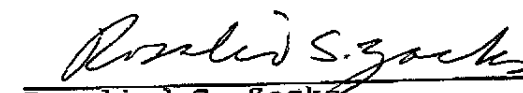
Ann S. Lieff,  
Director of Spec's Music, Inc. and  
Spec's Music - 163rd Street, Inc.

Date: 10/14/97



Martin W. Spector  
Director of Spec's Music, Inc. and  
Spec's Music - 163rd Street, Inc.

Date: 10/14/97



Rosalind S. Zacks  
Director of Spec's Music, Inc. and  
Spec's Music - 163rd Street, Inc.

97 OCT 27 AM 8:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED