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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Norman
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F94000003852
1. Corporation Name
AEC MUSIC DISTRIBUTION, INC.

DO NOT WRITE IN THIS SPACE

Principal Place of Business
239 Ethan Allen Highway
Ridgefield, Ct. 06877

Mailing Address
c/o Secretary
Alliance Entertainment
Corp.
1401 University Drive
Coral Springs, Fl. 33071

3. Date Incorporated or Qualified
June 3, 1994

3a. Date of Last Report
N/A

2. Principal Place of Business	2a. Mailing Address	4. FEI Number	Applied For
21	26	65-0519223	Not Applicable
Suite, Apt. #, etc	Suite, Apt. #, etc	5. Certificate of Status Desired	\$8.75 Additional Fee Required
22	27	<input type="checkbox"/>	\$5.00 May Be Added to Fees
City & State	City & State	6. Election Campaign Financing Trust Fund Contribution	<input type="checkbox"/>
23	28	B. This corporation has liability for intangible tax under S 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
City	Country		
24	25		
Country	29		
30			

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
Prentice Hall Legal & Financial Services 1201 Hays Street Suite 105 Tallahassee, Florida 32301	81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

(Signature based on printed name of registered agent and the applicable

6071. Registered Agent signature required after November 1, 1995)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	President/Director	11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Duncan Hutchison	12 NAME	
STREET ADDRESS	239 Ethan Allen Highway	13 STREET ADDRESS	
CITY, ST, ZIP	Ridgefield, CT. 06877	14 CITY, ST, ZIP	
TITLE	Chairman/Director	21 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Joseph Bianco	22 NAME	30000148108
STREET ADDRESS	6254 Via Palladium	23 STREET ADDRESS	-05/08/95--01014--019
CITY, ST, ZIP	Boca Raton, Florida	24 CITY, ST, ZIP	****200.00 ****200.00
TITLE	Executive V.P./Treas./Dir.	31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Anil Narang	32 NAME	
STREET ADDRESS	6254 Via Palladium	33 STREET ADDRESS	
CITY, ST, ZIP	Boca Raton, Florida	34 CITY, ST, ZIP	
TITLE	Executive V.P./Sec./Dir.	41 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Elliot B. Newman	42 NAME	
STREET ADDRESS	1401 University Drive	43 STREET ADDRESS	
CITY, ST, ZIP	Coral Springs, Florida	44 CITY, ST, ZIP	
TITLE		51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		52 NAME	
STREET ADDRESS		53 STREET ADDRESS	
CITY, ST, ZIP		54 CITY, ST, ZIP	
TITLE		61 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		62 NAME	
STREET ADDRESS		63 STREET ADDRESS	
CITY, ST, ZIP		64 CITY, ST, ZIP	

Handwritten signature/initials

SIGNATURE:

SIGNATURE AND TYPED ON PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Elliot B. Newman,
Executive V.P. April 28, 1995 305-755-4588

1100

(Use for 1988)