

F95000004694
SALES, GOODLOE & GOLDEN

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September 25, 1995

VIA OVERNIGHT DELIVERY

Florida Division of Corporations
Qualification/Tax Lien Section
409 E. Gaines Street
Tallahassee, Florida 32399

800001594028
-09/26/95--01108--009
****245.00 ****122.50

Re: Shu-Nut Music Publishing, Inc.
Drop Science Music Publishing, Inc.

Dear Sir or Madam:

The enclosed "Application(s) by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate(s) of Existence" and check are submitted to register the above referenced foreign corporations to transact business in Florida. Included in our check amount are additional fees for certified copies to be returned to us.

Please return all correspondence concerning this matter to the following:

Pier A. Fearonce
Sales, Goodloe & Golden
303 Peachtree Street, Suite 4320
Atlanta, Georgia 30308

Should you need to call someone concerning this matter, please call the undersigned at the telephone number above.

Sincerely,



Pier A. Fearonce
Legal Assistant
For the Firm

ft 9/27

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 26 AM 8:48

**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. SHU-NUT MUSIC PUBLISHING, 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
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 1-31-95
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 9/95
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. Shu-Nut Music Publishing, Inc.
715 Ferncreek Avenue, Orlando, FL 32803
(Current mailing address)
8. entertainment/music publishing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Louis Bell

Office Address: 715 Ferncreek Avenue

Orlando, Florida, 32803
(Zip Code)

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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.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____ Louis Bell

Address: _____ 715 Ferncreek Avenue

Orlando, Florida 32803

Director: _____ Barry DuFue

Address: _____ 715 Ferncreek Avenue

Orlando, Florida 32803

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: _____ Louis Bell

Address: _____ 715 Ferncreek Avenue

Orlando, Florida 32803

Vice President: _____

Address: _____

Secretary: _____ Jamilla Bell

Address: _____ 715 Ferncreek Avenue

Orlando, FL 32803

Treasurer: _____ Jamilla Bell

Address: _____ 715 Ferncreek Avenue, Orlando, FL 32803

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

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

14. _____ Louis Bell - President
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SHU-NUT MUSIC PUBLISHING, 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 THIRTEENTH DAY OF SEPTEMBER, A.D. 1995.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

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950205818

AUTHENTICATION:

DATE: 7638870

09-13-95