

F96000001227

November 7, 1995

305000 Technology Road
Boulevard, Suite 400
Tel: (813) 646-9033
Fax: (813) 646-9034

Dear Sir/Madam:

RE: MUSIC TECHNOLOGIES, INC.
ORDER #: 406019

Pursuant to instructions of counsel, we enclose for filing on behalf of the above corporation documents identified below:

<input type="checkbox"/> Incorporation	<input checked="" type="checkbox"/> Qualification	<input type="checkbox"/> Withdrawal
<input type="checkbox"/> Amendment: <input type="checkbox"/> Domestic <input type="checkbox"/> Foreign	<input type="checkbox"/> Merger: <input type="checkbox"/> Domestic <input type="checkbox"/> Foreign	<input type="checkbox"/> Change of Agent/Office: <input type="checkbox"/> Domestic <input type="checkbox"/> Foreign
<input type="checkbox"/> Dissolution <input type="checkbox"/> Statement of Intent <input type="checkbox"/> Certificate of Dissolution		<input type="checkbox"/> Other:

Check in payment of the required fee is enclosed. Kindly return evidence of the filing to the undersigned. If there are any problems, please call us at the following number: (813) 646-9033.

Very truly yours,

100001636511
-11/15/95--01035--003
*****70.00 *****70.00

Marc A. Gillis
Customer Specialist

W99-22616

MAG/cb
Enc.

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 16, 1995

CT CORPORATION SYSTEM
MARC A. GILLIS
30800 TELEGRAPH ROAD
BINGHAM FARMS, MI 48025

SUBJECT: MUSIC TECHNOLOGIES, INC.
Ref. Number: W95000022616

RECEIVED
SECRET
NOV 17 1995

We have received your document for MUSIC TECHNOLOGIES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office 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 (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 395A00050661



FLORIDA DEPARTMENT OF STATE
Sandra D. Mortham
Secretary of State

December 14, 1995

CT CORPORATION SYSTEM
MARC A. GILLIS
30600 TELEGRAPH ROAD
BINGHAM FARMS, MI 48025

SUBJECT: MUSIC TECHNOLOGIES, INC.
Ref. Number: W95000022618

RECEIVED
SECRET
12/15/95

The name that you have adopted in your resolution, MTI, INC., is also not available for use in Florida. If you have any questions concerning name availability, please call me at the number listed below.

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 (904) 487-6095.

Jennifer Sindi
Document Examiner

Letter Number: 595A00054173

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned LORRAINE BOLDEN, do hereby certify
that this Resolution of the Board of Directors of MUSIC TECHNOLOGIES, INC.,
a corporation duly organized and existing under the laws of the State of Michigan,
was duly adopted on Dec 1, 19 95.

Resolved, that MUSIC TECHNOLOGIES, INC. organized
and existing in the State of Michigan, hereby adopts the
name MUSIC INTERNATIONAL ENTERPRISES, INC. for use in Florida.

Dated: Dec 1 1995

[Signature]
Signature of at least one director

FILED
SERIAL 11 11 95
MICHIGAN

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

IN COMPLIANCE WITH SECTION 607.1603, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Munic Technologies, 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. Michigan
(State or country under the law of which it is incorporated)
3. 38-2885580
(FEI number, if applicable)
4. August 22, 1989
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 24681 Northwestern Hwy. #100, Southfield, Michigan 48075

(Current mailing address)
8. Sales of audio programming and advertising services.
(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:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33124
(Zip Code)
10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System
Sharon L. Gahlau
(Registered agent's signature) (Officer)

Sharon L. Gahlau, Asst. Vice Pres.
(Type Name and Title of Officer)

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:

A DIRECTORS

Chairman Lorraine Golden

Address: 24681 Northwestern Hwy. #200

Southfield, Michigan 48075

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Lorraine Golden

Address: 24681 Northwestern Hwy. #200

Southfield, Michigan 48075

Vice President: _____

Address: _____

Secretary: Lorraine Golden

Address: 24681 Northwestern Hwy. #200

Southfield, Michigan 48075

Treasurer: Lorraine Golden

Address: 24551 Northwestern Hwy. #200

Southfield, Michigan 48071

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. Lorraine Golden, President

(Typed or printed name and capacity of person signing application)



Michigan Department of Commerce

Lansing, Michigan

This is to Certify That

MUSIC TECHNOLOGIES, INC.

*was incorporated on August 22, 1989, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.*

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 2nd day
of November, 1993.*

Carl L. Lipp

, Director

Corporation & Securities Bureau