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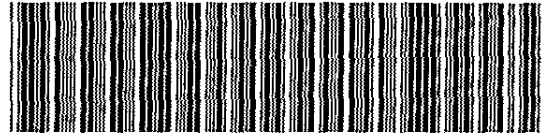
(Business Entity Name)

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[Signature]

PAUL A. MORAN, p.a.
Attorney and Counselor at Law
46 N. Washington Blvd., Suite 25A
Sarasota, FL 34236
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PAMoranEsq@aol.com

April 26, 2004

Division of Corporations
P.O. Box 6237
Tallahassee, FL 32314

RE: Music Roots Productions, LLC

Dear Sir/Madam:

Please find enclosed our check for \$155.00 (\$125.00 filing fee/\$30.00 certified copy) for filing of the enclosed Article of Incorporation. Please return a certified copy to the address above.

Thank you.

Sincerely,



Karen Maiden, Assistant to
PAUL A. MORAN

/km
Enclosure

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
FOR FLORIDA
LIMITED LIABILITY COMPANY

Each undersigned, for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, does hereby certify as follows:

ARTICLE I - NAME

The name of the Limited Liability Company is: Music Roots Productions, L.L.C.
("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 654 Calle de Peru, Sarasota, Florida, 34242.

ARTICLE III - DURATION

The existence of the Company shall commence upon the date of execution of this instrument, which shall be within five (5) business days prior to filing hereof. The period of duration for the Company shall be: perpetual.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and street address of Company's initial registered office in the state is: Gregg Chappell, 654 Calle de Peru, Sarasota, Florida, 34242.

ARTICLE V - MANAGEMENT

The Company is to be managed by three members, and the names and addresses of those members are Gregg Chappell, 654 Calle de Peru, Sarasota, FL, 34242; Robert Buzzelli, 1370 Tangier Way, Sarasota, FL, 34239; and J.R. Chappell, 2719 Moss Oak, Sarasota, FL, 34231.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: No additional member(s) shall be admitted to the Company without written consent of all members of the Company and on such terms and conditions as shall be determined by all members, except as otherwise provided in the

Company's regulations initially executed by all members.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company shall be: The business of the Company may be continued only by written consent of all remaining members, except as otherwise provided in the Company's regulations initially executed by all members.

IN WITNESS WHEREOF, the undersigned executed this instrument affirming under penalties of perjury that the facts stated herein are true on April 23, 2004.


GREGG CHAPPELL
Managing Member

STATE OF FLORIDA
COUNTY OF SARASOTA

SWORN TO and subscribed before me this 23rd day of April, 2004,
by GREGG CHAPPELL, who is personally known to me or who has produced
_____ as identification.


Notary Public

My Commission Expires:

KAREN L. MAIDEN
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD201917
EXPIRES 06/06/2007
BONDED THRU 1-888-NOTARY1

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CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Music Roots Productions,
2. The name and address of the registered agent and office is: Gregg Chappell, Calle de Peru, Sarasota, Florida, 34242.

HAVING been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 23rd day of April, 2004.



GREGG CHAPPELL

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C. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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