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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
STEEPLEJACK AUDIO MEDIA, INC.**

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ARTICLE I

IDENTIFICATION

The name of the corporation, hereinafter referred to as the "Corporation," is Steeplejack Audio Media, Inc. located at 300 Boca Ciega Drive, Madeira Beach, Florida 33708.

ARTICLE II

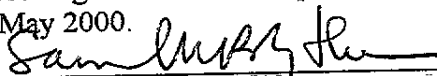
PERIOD OF EXISTENCE

The period during which the Corporation shall continue is perpetual.

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Corporation is 300 Boca Ciega Drive, Madeira Beach, Florida 33708, and the name of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Samuel R. Blythe. The undersigned is familiar with and accepts the duties and responsibilities as Registered Agent and is accepting service for Steeplejack Audio Media, Inc. this 19th day of May 2000.



Samuel R. Blythe

ARTICLE IV

PURPOSE

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the law of the state of Florida.

ARTICLE V

SHARES

The total authorized capital stock of the Corporation is 100 shares having a Par Value of \$1.00. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

Each stockholder shall offer to the Corporation or to other stockholders of the corporation a thirty (30) day "first refusal" option to purchase his or her stock should he or she elect to sell his or her stock.

ARTICLE VI

SECTION 1244 STOCK TREATMENT

In order for the shareholders of the Corporation to enjoy the benefits of Section 1244 of the Internal Revenue Code of 1986, the proper officers of the Corporation are hereby directed to issue the shares of the Corporation in such a manner as to comply with the conditions of Section 1244 and to see that all the required records are maintained and the share certificates are marked "Section 1244 Shares."

ARTICLE VII

INCORPORATOR AND DIRECTORS

The name and post office address of the Incorporator of the Corporation is as follows:

Marilyn J. Leet, CPA
Post Office Box 291605
Tampa, FL 33687-1605

The powers of the incorporator are to terminate upon filing of the Articles of Incorporation, and the names and mailing address of the persons who are to serve as directors are:

Samuel R. Blythe
300 Boca Ciega Drive
Madeira Beach, FL 33708

ARTICLE VIII

INDEMNITY

The Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

ARTICLE IX

BOARD OF DIRECTORS

This corporation shall have one director. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial Director of this corporation, and the corporation, itself, is:

NAME	ADDRESS
Samuel R. Blythe	300 Boca Ciega Drive Madeira Beach, FL 33708

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Florida, do make, file and record these articles, and do certify that the facts herein stated are true; and I have accordingly hereunto set my hand.

DATED AT: May 19, 200 Hillsborough County

W. Paulyn J. Reid
Incorporator

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