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TRANSMITTAL LETTER
(Via Courier)

July 1, 2000

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300003336833--0
-07/26/00--01073--008
*****87.50 *****87.50

SUBJECT: FIFTY TWENTY RECORDS, INC.

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$ 87.50. Please return one copy of the Articles stamped with the filing date to the address below in the courier envelope provided.

Portnoy & Co., P.A.
5424 N. Main Street
Jacksonville, FL 32208

(904) 765-4171

FILED
00 JUL 26 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
07-19-00

Sherrie GAVE
AUTHORIZATION BY PHONE TO
CORRECT eff. date
DATE 07-28-00
DOC. EXAM aj

TRANSMITTAL LETTER

gk 7/28

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

FIFTY TWENTY RECORDS, INC.

ARTICLE II: PRINCIPAL OFFICE

The Principal place of business and mailing address of this corporation shall be:

111 W. 42nd Street
Jacksonville, FL 32208

ARTICLE III: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares.

ARTICLE IV: INITIAL REGISTERED AGENT/ADDRESS

The name of the initial registered agent is Alonzo L. Wilson
whose registered office is located at the place of business stated in Article II above.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are:

Alonzo L. Wilson
111 W. 42nd Street
Jacksonville, FL 32208

EFFECTIVE DATE
07-19-00

ARTICLE VI: EFFECTIVE DATE OF INCORPORATION

For all intents and purposes FIFTY TWENTY RECORDS, INC.
is a Florida corporation as of July 19, 2000.

The undersigned incorporator has executed these Articles of Incorporation this 1st day of July, 2000.


Signature

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00 JUL 26 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Florida law, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation/professional association is: FIFTY TWENTY RECORDS, INC.
2. The name and address of the registered agent and office is:

Alonzo Lee Wilson

Full Name

111 W. 42nd Street

Address (P.O. Box *not* acceptable)

Jacksonville, FL 32208

City, State, and Zip Code

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00 JUL 26 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION 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.

Alonzo Wilson
SIGNATURE OF REGISTERED AGENT

7/18/00
DATE