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**Kevin E. Leary, Attorney at Law**

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FILED

00 AUG -7 AM 8:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Via First Class U.S. Mail

July 26, 2000

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

900003347479-3  
-08/07/00-01095-015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Filing new Articles of Incorporation for Songpower Music Group, Inc.

Dear Sirs:

Enclosed please find on behalf of my client, John Fredericks as the incorporator of a new Florida corporation to be named Songpower Music Group, Inc., the following:

1. an attorneys trust account check in the amount of \$78.75 for the cost of filing new articles of incorporation for Songpower Music Group, Inc.;
2. original Articles of Incorporation for Songpower Music Group, Inc.;
3. copy of Articles of Incorporation for Songpower Music Group, Inc.; and
4. transmittal letter for filing new articles of incorporation.

Upon the filing of these new articles of incorporation, please send the certificate of incorporation to John Fredericks at the following address:

John Fredericks  
611 SW 3<sup>rd</sup> Street  
Gainesville, Florida 32601

Please advise if you have any questions.

Sincerely,

*Kevin E. Leary*

Kevin E. Leary, Attorney at Law  
Florida Bar No.:0849588

D. BROWN AUG 1 1 2000

ARTICLES OF INCORPORATION  
OF  
SONGPOWER MUSIC GROUP, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation shall be SONGPOWER MUSIC GROUP, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be SONGPOWER MUSIC GROUP, INC., 611 SW 3<sup>rd</sup> Street, Gainesville, Florida 32601. The Board of Directors of the corporation may from time to time move the principal office to any other address in the State of Florida.

ARTICLE III: PURPOSE

The purpose for which the corporation is organized is to engage in any and all lawful business allowed under the laws of the State of Florida.

ARTICLE IV: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V: REGISTERED AGENT

The name and Florida street address of the registered agent is John Fredericks, 611 SW 3<sup>rd</sup> Street, Gainesville, Florida 32601.

ARTICLE VI: INCORPORATOR

The name and address of the incorporator to these Article of Incorporation is:

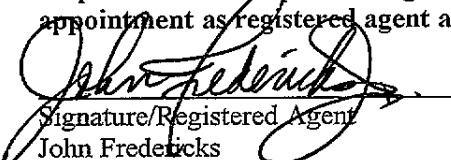
John Fredericks  
611 SW 3<sup>rd</sup> Street  
Gainesville, Florida 32601

  
Signature/Incorporator  
John Fredericks

Date:

7/27/00

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Signature/Registered Agent  
John Fredericks