

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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FILED
01 MAY 14 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BT Music Net, Inc.

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*****78.75 *****78.75

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

RECEIVED
01 MAY 14 AM 10:52
DIVISION OF CORPORATION

J. BRYAN MAY 14 2001

Signature

Requested by:

Name SL Date 5/14/01 Time 10:27

Walk-In _____ Will Pick Up _____

PROPOSED CHARTER
FOR
BT MUSIC NET, INC.

FILED
01 MAY 14 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned persons, hereby present ourselves for the purpose of forming a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation, and make application for charter in accordance with same.

ARTICLES OF INCORPORATION

ARTICLE I

The name of this corporation shall be BT MUSIC NET, INC.

ARTICLE II

The general nature of the business to be transacted shall be as follows:

To engage in such businesses and transactions as may be permitted under the laws of the State of Florida, including production of audio compact discs containing original music for use in business establishments providing background or mood music, as well as presentation of a variety of music programming, recording and performance, and to conduct

business activities and services related thereto, contract for, sell and purchase of real and personal property, stock and intangible property, apply for, obtain and own copyrights, employ musicians and performers, sales, advertising and promotion staff and personnel, and engage in or conduct any and all other business permitted under the laws of the State of Florida.

ARTICLE III

The address of the initial principal office shall be One North Rosalind Avenue, Orlando, Florida 32801, and the name of its initial registered agent is **ROBERT G. MURRELL**, One North Rosalind Avenue, Orlando, Florida 32801.

ARTICLE IV

The number of directors constituting the initial Board of Directors is two, who, subject to the provisions of the Certificate of Incorporation and By-Laws, shall hold office for the first year of the corporate existence or until successors have been elected and qualified. In the event that the two directors in voting shall arrive at an impasse, the vote of the director who holds the office of President of the corporation shall be decisive and controlling. Such initial directors shall be as follows:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>OFFICE:</u>
DALE BURKE	605 Glenview Court Winter Garden, FL 34787	President/ Director
JOSEPH (SONNY) TUCCI	8433 Clematis Lane Orlando, FL 32819	Vice-President/ Secretary/ Treasurer

ARTICLE V

The names and addresses of the subscribers to the Certificate of Incorporation and the corporation shall be authorized to issue 100 shares of no par value stock, and a statement of the number of shares of stock which the subscribers agree to take are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>NUMBER OF SHARES</u>
DALE BURKE	605 Glenview Court Winter Garden, FL 34787	31 shares
JOSEPH (SONNY) TUCCI	8433 Clematis Lane Orlando, FL 32819	25 shares
JON ROWELL	7803 N. Orange Blossom Trail Orlando, FL 32810	20 shares
BEVERLY ELLIS	605 Glenview Court Winter Garden, FL 34787	20 shares
DOUG WATTS	422 DeCarlo Court Deltona, FL 32725	4 shares

No stockholder shall be entitled to sell or convey any stock except after offering such stock to the remaining stockholders or the corporation at book value. Dale Burke, or Beverly Ellis and Joel Burke as his designated beneficiaries shall retain all copyrights to music composed or written by Dale Burke in the event of his death, except that the corporation shall be entitled to continue to use the copyrighted music of Dale Burke in the same manner and to the same extent as authorized by him during his lifetime.

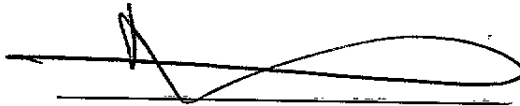
ARTICLE VI

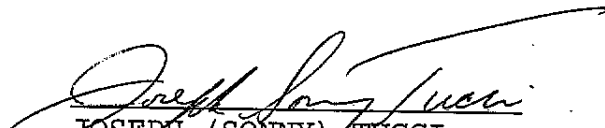
These Articles of Incorporation may be amended in the manner provided by law, except the rights of Dale Burke to any copyright to any music composed by him may not be changed, except with the consent of Dale Burke. Each amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written agreement manifesting their intention that amendment to these Articles of Incorporation be made.

ARTICLE VII


That, in pursuant of Chapter 48.091, Florida Statutes, said corporation has named ROBERT G. MURRELL, whose address is One North Rosalind Avenue, Orlando, Florida 32801, as its registered agent, to accept service of process within this state the undersigned, who by execution hereof accepts his designation as registered agent for the corporation and agrees to comply with the provisions of said act relative to keeping open said office.

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals this 20th day of March, 2001.


DALE BURKE


JOSEPH (SONNY) TUCCI


JON ROWELL


BEVERLY ELLIS


DOUG WATTS

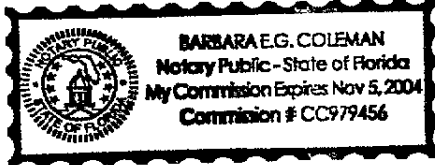
STATE OF FLORIDA
COUNTY OF ORANGE

FILED
01 MAY 14 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 29th day of March, 2001, by DALE BURKE, JOSEPH (SONNY) TUCCI, JON ROWELL, BEVERLY ELLIS, and DOUG WATTS, who are personally known to me, or presented a Florida Driver's License as identification, and they acknowledged before me the foregoing Articles of Incorporation as their free acts and deeds, and for the purposes therein mentioned.


Notary Public

Barbara E. G. Coleman
Printed Name



Commission Number

Commission Expires

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I HEREBY accept the designation as registered agent as
above provided.


ROBERT G. MURRELL