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Sonya A. Johnston
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39 West 56th Street, Third Floor
New York, New York 10019

Tel: (212) 307-1459

Admitted in New York & New Jersey

FILED
01 JUL 24 AM 8:59
SECRET
TALLAHASSEE, FLORIDA
Fax: (212) 307-0187
Email: sjohnston@West-ent.com

June 19, 2001

VIA REGULAR MAIL

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

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Drum Majorz, Inc. (Certificate of Incorporation)

To whom it may concern:

Enclosed you will find two (2) copies of the Certificate of Incorporation for Drum Majorz, Inc. and a check payable to Florida Department of State, for the amount of Seventy Eight Dollars and Seventy Five Cents (\$78.75). This money to be applied to fees as follows:

Filing Fees: \$35.00
Registered Agent Designation: \$35.00
Certified Copy: \$8.75
Total: \$78.75

In addition, I have enclosed a self-addressed envelope for return of the certified copy. If you have any further questions, please contact me at (212) 307-1459. Thank you for your attention to this matter.

Sincerely,



Aliya J. Nelson, Esq.

cc: Sonya A. Johnston, Esq.

G. BLALOCK JUL 24 2001

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 26, 2001

ALIYA J. NELSON, ESQ.
39 W 56TH ST THIRD FL
NEW YORK, NY 10019

SUBJECT: DRUM MAJORZ, INC
Ref. Number: W01000014769

We have received your document for DRUM MAJORZ, INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 601A00038460

CERTIFICATE OF INCORPORATION

OF

DRUM MAJORZ, INC

FILED

01 JUL 24 AM 8:59

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, being of legal age, in order to form a corporation under and pursuant to the laws of the State of Florida, do hereby set forth as follows:

FIRST: The name of the corporation is Drum Majorz, Inc.

SECOND: The address of the initial registered and principal office of this corporation in this state is: 15251 North East 18th Avenue, North Miami Beach, Florida 33702.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Florida.

FOURTH: The corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
Common	200	None

FIFTH: The name and address of the incorporator are as follows:

<u>Name</u>	<u>ADDRESS</u>
Aliya J. Nelson, Esq.	West Entertainment Service, Inc. 39 West 56 th Street, 3 rd Floor New York, New York 10019

SIXTH: The corporation reserves the rights to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on stockholders, directors and officers are subject to this reserved power.

SEVENTH: The authorized registered agent of the corporation shall be: Carl Bosse, Drum Majorz, Inc., 15251 North East 18th Avenue, North Miami Beach, Florida 33702.

*I hereby am familiar with and accept the duties
and responsibilities as Registered agent .*

Signed: Carl Bosse

IN WITNESS WHEREOF, the undersigned hereby executes this document and affirms that the facts set forth herein are true under the penalties of perjury this 13th day of July.

Aliya J. Nelson
Incorporator

Aliya J. Nelson, Esq.
West Entertainment Services, Inc.
39 West 56th Street, 3rd Floor
New York, New York 10019