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November 28, 2001

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

200004700992--1  
-11/30/01--01074--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Incorporation of MCS MUSIC, INC.

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation, together with my check in the amount of \$78.75. Please return to the undersigned a date stamped copy of the Articles of Incorporation and a Certificate of Incorporation.

Very truly yours,



R. EDWARD COOLEY

REC:cw  
Encl.

FILED  
01 NOV 30 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

D. WHITE DEC - 5 2001

**ARTICLES OF INCORPORATION OF  
MCS MUSIC, INC.**

The undersigned subscriber to the Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

FILED  
01 NOV 30 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of the corporation will be MCS MUSIC, INC. and the principal place of business of the corporation shall be P. O. Box 5187, Winter Park, FL 32793.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. REGISTERED AGENT NAME AND ADDRESS

The street address of the initial registered agent of the corporation is 1450 SR 434 West, Suite 200, Longwood, Florida 32750 and the name of the initial registered agent of the corporation is R. EDWARD COOLEY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed, is:

MITCHELL SHULMAN  
P. O. Box 5187  
Winter Park, FL 32793

P/S/T/DIRECTOR

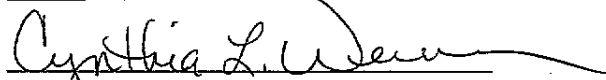
ARTICLE VII. INCORPORATOR


The name and street address of the incorporator to these Articles of Incorporation is  
R. EDWARD COOLEY, 1450 SR 434 West, Suite 200, Longwood, Florida 32750.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this  
28 day of November, 2001.

  
\_\_\_\_\_  
R. EDWARD COOLEY

Sworn to and subscribed before me this  
28 day of November, 2001.

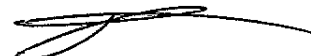
  
\_\_\_\_\_  
Notary Public, State of Florida  
CYNTHIA L. WERNER

 Cynthia L. Werner  
★ My Commission CC843227  
Expires June 25, 2003

My commission expires: \_\_\_\_\_  
Personally known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

ACCEPTANCE BY REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as registered  
agent for said corporation.

  
\_\_\_\_\_  
R. EDWARD COOLEY

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TALLAHASSEE FLORIDA