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TRANSMITTAL LETTER

April 9, 2002

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Department of State
Division of Corporations
409 East Gains Street
Tallahassee, FL 32399

Subject: Florida Music and Video, Inc.

I enclosed an original and one (1) copy of the Articles of Incorporation for the above captioned corporation and a check in the amount of \$70.

Signed: Francis D. Basile

From:

Name: Francis D. Basile

Address: 10831 Avenida Santa Ana, Boca Raton, FL 33498

Telephone Number: 561-883-9354

FILED
02 APR 11 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
FLORIDA MUSIC AND VIDEO, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:
FLORIDA MUSIC AND VIDEO, INC.

ARTICLE II PRINCIPAL OFFICE

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

**10831 AVENIDA SANTA ANA
BOCA RATON, FL 33498**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares of common stock having no par value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**FRANCIS D. BASILE
10831 AVENIDA SANTA ANA
BOCA RATON, FL 33498**

ARTICLE V NATURE OF BUSINESS

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

ARTICLE VI INCORPORATOR

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

**FRANCIS D. BASILE
10831 AVENIDA SANTA ANA
BOCA RATON, FL 33498**

ARTICLE VII OFFICERS

The names and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

**FRANCIS D. BASILE
10831 AVENIDA SANTA ANA
BOCA RATON, FL 33498**

ARTICLE VII DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its board of Directors, subject to any limitations set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

**FRANCIS D. BASILE
10831 AVENIDA SANTA ANA
BOCA RATON, FL 33498**

The undersigned has executed these Articles of Incorporation this 9th day of April, 2002.

Francis D. Basile

Francis D. Basile, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

I, having been named as registered agent an 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.

By: Francis D. Basile
Dated: April 9, 2002