ATTORNEYS AT LAW An Affiliation of Professional Associations

401 SOUTH INDIAN RIVER DRIVE FORT PIERCE, FLORIDA 34950

FRANK H. FEE, III R.N. KOBLEGARD, III. -Board Certified Civil Trial Lawyer SANDRA G. RENNICK of FEE & KOBLEGARD, P.A.

JOSEPH J. DeROSS, JR. of JOSEPH J. DeROSS, JR., P.A.

May 3, 2002

FRANK FEE (1913-1983) OTIS R. PARKER, JR. (1910-1982)

> TELEPHONE (772) 461-5020

TELECOPIER (772) 468-8461

Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: EZ Music Systems, Inc.

-05/08/02--01061--001 来来来来78.75 ******78.75

Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Incorporation and the original Registered Agent's Certificate regarding the above corporation.

I have also enclosed a check in the amount of \$78.75 to cover the following fees:

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

If anything further is required for incorporation, please, me know.

Sincerely,

R. N. Koblegard, III

RNK: smb

Encs.

ARTICLES OF INCORPORATION OF EZ MUSIC SYSTEMS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: EZ MUSIC, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 467 Clark Road, Jacksonville, FL 32218, and its mailing address shall be Post Office Box 26938, Jacksonville, FL 32226.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: R. N. KOBLEGARD, III, ESQUIRE, 401 S. Indian River Drive, Ft. Pierce, FL 34950.

ARTICLE V - INCORPORATORS

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

Name:

Street Address:

GEORGE C. McCOMBS

467 Clark Road Jacksonville, FL 32218

The undersigned has executed these Articles of Incorporation this 3 day of May, 2002.

GEÓRGE C. McCOMBS

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: EZ MUSIC SYSTEMS, INC.
- 2. The name and address of the registered agent and office
 is:

R. N. KOBLEGARD, III, ESQUIRE 401 S. Indian River Drive Ft. Pierce, FL 34950

GEORGE C. McCOMBS

DATE: May 3 , 2002

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 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.

R. N. KOBLEGARD, III, ESQUIRE

DATE: May 3 , 2002