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D O W D & M A R O T T A L L C

ATTORNEYS AT LAW

www.dowdmarottalaw.com***

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May 20, 2002

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

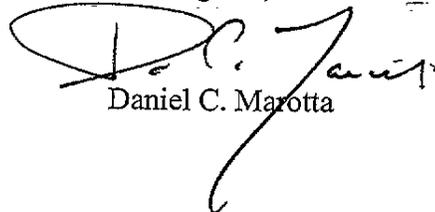
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-05/24/02-01027-014
*****78.75 *****78.75

Re: Funkwax.com, Inc., Funkwax Records, Inc.

Dear Sir or Madam,

Enclosed please find the appropriate documentation for the incorporation of Funkwax.com, Inc. and Funkwax Records, Inc. Also enclosed are two checks in the amount of \$78.75.

Best regards,


Daniel C. Marotta

encl.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN 17 PM 1:43

W 3 15225

F. CHESGER JUN 17



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 28, 2002

DOWD & MAROTTA LLC
277 BROADWAY STE 1310
NEW YORK, NY 10007

SUBJECT: FUNKWAX.COM, INC.
Ref. Number: W02000015225

We have received your document for FUNKWAX.COM, 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):

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

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) 245-6904.

Freida Chesser
Corporate Specialist
New Filings Section

Letter Number: 502A00034032

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN 17 PM 1:43

ARTICLE I NAME

The name of the corporation shall be: FUNKWAX.COM, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is: 300 Sunport Lane
Orlando, FL 32809

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
To conduct business within the entertainment and music industry.

ARTICLE IV SHARES

The number of shares of stock is: 200 Non par value

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):
Charles Gray
170 Sunport Lane, Suite 900
Orlando, FL 32809
President

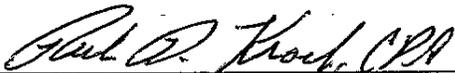
ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:
Rick Krack CPA
1384 Ayerswood Ct.
Winter Springs, FL 32708

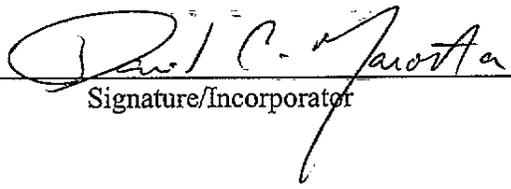
ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:
Daniel C. Marotta
Dowd & Marotta LLC, 277 Broadway, Suite 1310
New York, NY 10007

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Signature/Registered Agent

6/9/02
Date


Signature/Incorporator

6/11/02
Date