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LAW OFFICES OF
Charles D. Waller

Professional Association

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September 11, 2002

Division of Corporations
Secretary of State
Post Office Box 6327
The Capitol
Tallahassee FL 32304

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09/24/02--01047--001
*****78.75 *****78.75

RE: Bellamy Brothers Records, Inc.

Dear Sirs:

Enclosed is the signed original and one signed copy of the Articles of Incorporation for the above corporation. I have also enclosed a check in the amount of \$78.75 for the filing and certified copy fees.

Please process this at your earliest opportunity and return the certified copies of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call me.

Very truly yours,

The Law Office of
CHARLES D. WALLER, P.A.
Attorney at Law

CDW/caw
Enclosures

SEP 24 2002
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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
BELLAMY BROTHERS RECORDS, INC.**

A Florida Profit Corporation

(Pursuant to Chapter 607 and 621, Florida Statutes)

The undersigned person has signed this document for the purpose of forming a corporation under the laws of Florida and adopts the following Articles of Incorporation.

1. **Name.** The name of this corporation is BELLAMY BROTHERS RECORDS, INC. The period of duration shall be perpetual.

2. **Purpose and Powers.** This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

This corporation shall have the broad general powers set forth in s. 607.0302, Florida Statutes, and the purpose for which this corporation is organized is: to engage in the writing, singing and promotion of music writings, tapes, discs, videos and all music related activities of that singing group known as the "Bellamy Brothers".

3. **Authorized Capital.** The corporation shall have the authority to issue ONE THOUSAND shares of common stock. The par value of the stock is \$1.00.

4. **Principal Place of Business.** The principal place of business and mailing office of the

corporation shall be:

13917 Restless Lane
Dade City, Florida 33525

5. **Board of Directors.** The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws but in any event shall consist of no fewer than one member. In case of any increase in the number of directors, the additional directors may be elected by the directors or by the shareholders at an annual or special meeting, as shall be provided in the bylaws.

The initial Board of Directors shall consist of persons, who shall serve until the first annual meeting of the shareholders, and whose names and addresses are:

David Bellamy, 13917 Restless Lane, Dade City, Florida 33525
Howard Bellamy, 13917 Restless Lane, Dade City, Florida 33525
Frances C. Bellamy, 13917 Restless Lane, Dade City, Florida 33525

6. **Registered Agent.**

The name and Florida street address of the Registered Agent of the Corporation is:

Charles D. Waller, Esq.
37937 Live Oak Avenue
Post Office Box 1668
Dade City, Florida 33526

7. **Incorporator.**

The name and address of the incorporator is:

Frances C. Bellamy
13917 Restless Lane
Dade City, Florida 33525

IN WITNESS WHEREOF, the following incorporator has signed these Articles of Incorporation, intending that they be effective as of September 5, 2002.

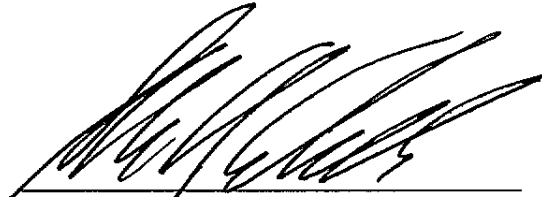
Date: September 5, 2002, A. D.


FRANCES C. BELLAMY,
INCORPORATOR

ACCEPTANCE BY REGISTERED AGENT

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.

DATE: September 2002.



CHARLES D. WALLER
REGISTERED AGENT

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TALLAHASSEE, FLORIDA
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