

**Electronic Articles of Incorporation
For**

P03000027002
FILED
March 07, 2003
Sec. Of State

REDTAIL RECORDS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

REDTAIL RECORDS, INC.

Article II

The principal place of business address:

2673 NW 64TH BLVD.
BOCA RATON, FL. 33496

The mailing address of the corporation is:

2673 NW 64TH BLVD.
BOCA RATON, FL. 33496

Article III

The purpose for which this corporation is organized is:

DISTRIBUTION OF CD'S AND MERCHANDISE, PROMOTION OF
MUSICIANS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

MICHALE A WATSON
2673 NW 64TH BLVD.
BOCA RATON, FL. 33496

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MICHAEL WATSON

Article VI

The name and address of the incorporator is:

MICHAEL WATSON
2673 NW 64TH BLVD.
BOCA RATON, FL. 33496

Incorporator Signature: MICHAEL WATSON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
MICHAEL A WATSON
2673 NW 64TH BLVD.
BOCA RATON, FL. 33496

Title: VP
EDITH L WATSON
2673 NW 64TH BLVD.
BOCA RATON, FL. 33496

Title: VP
RICHARD L WATSON
96 WILLOWBROOK ROAD
ROCHESTER, NY. 14616

Article VIII

The effective date for this corporation shall be:

03/06/2003