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Certified Copies	_ Certificates	of Status
Special Instructions to Filing Officer:		
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Second Section (Section)

J. Shivers MAY n. 4 700%

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: 80 Proof Records Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00 Filing Fee

\$78.75

Filing Fee & Certificate of

Status

□\$78.75

\$87.50

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

FROM: Melvin Roberts

Name (Printed or typed

379 Derhyshire t

Daytona Brach F1 32117

386-212-0454

NOTE: Please provide the original and one copy of the articles.

PISION OF CHANGE

ARTICLES OF INCORPORATION OF 80 PROOF RECORDS INC. A FLORIDA PROFIT CORPORATION

Article I:

The name of the Corporation shall be 80 Proof Records Inc.

Article II:

The principal place of business and mailing address of the Corporation shall be 879 Derbyshire Road, Daytona Beach, Florida 32117.

Article III:

The purpose for which the corporation is organized is exclusively for record distributions and entertainment purposes.

Article IV:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

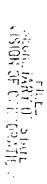
Article V:

The Corporation shall have Voting Members, who shall be elected (and may be removed) by Voting Members, and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as set forth in the Bylaws, but who shall not have the right to vote. The name and addresses of each initial voting Member is as follows:

Melvin Roberts, Jr. 879 Derbyshire Road, Daytona Beach Fl. 32117 Kenneth Moore, 1055 South St. Johns Street, St. Augustine Fl. 32084 Teresa M. Anderson, 879 Derbyshire Road, Daytona Beach Fl. 32117

Article VI:

Officers of the Corporation shall consist of President, Vice President and Secretary and Treasurer. Other Officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may



be prescribed by the Bylaws. The name and addresses of each initial Officer of the Corporation is as follows:

Melvin Roberts Jr., President, CEO, 879 Derbyshire Road, Daytona Beach, Florida. 32117

Kenneth Moore, Vice-President 1055 South St. Johns Street, St. Augustine Fl. 32084

Teresa M. Anderson, Secretary, Treasurer 879 Derbyshire Road, Daytona Beach, Florida. 32117

Article VII:

The initial Registered Agent is Melvin Roberts, Jr. 879 Derbyshire Road, Daytona Beach Fl. 32117

Article VIII:

The name and address of the incorporator is Melvin Roberts, Jr. 879 Derbyshire Road, Daytona Beach, Florida 32117

Signature/Incorporator

Signature/registered agent

Date

Date