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DIVISION OF CONTRACTORS

BECRETARY OF STATE

BIVES

WILLIAMS & WILLIAMS Attorneys at Law

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May 23, 2006

VIA OVERNIGHT DELIVERY

Department of State
Division of Corporations
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: MUSICAL MEMORIES, INC.

Dear Sir or Madam:

Please find enclosed Articles of Incorporation of Musical Memories, Inc. and Acceptance of Registered Agent Designated in Articles of Incorporation. Please establish same. Our check in the amount of \$78.75 is enclosed for the filing fee, designation of registered agent and Certificate of Status. Please provide us with the Certificate of Status. Thank you for your help.

Sincerely,

Miller Williams

LMW:cjb Encl.

DIVISION OF CORPORATIONS

06 MAY 24 AM 9: 53

ARTICLES OF INCORPORATION

OF

MUSICAL MEMORIES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

, , , ,

MUSICAL MEMORIES, INC.

The address of the principal office and the mailing address of this corporation shall be 1555 Howell Branch Road, Suite C-210, Winter Park, FL 32789.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1555 Howell Branch Road, Suite C-210, Winter Park, FL 32789 and the name of the registered agent of the corporation at that address is L. Miller Williams.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The name and address of the initial members of the Board of Directors are:

Gregory S. Sherlock

Director

P O Box 95

Crescent City, FL 32112

Mary Z. Depew P O Box 941814 Maitland, FL 32794

Director

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Gregory S. Sherlock

President

P O Box 95

Crescent City, FL 32112

Mary Z. Depew P O Box 941814 Maitland, FL 32794 Vice President/Treasurer

ARTICLE VIII. INCORPORATOR

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

> Mary Z. Depew P O Box 941814 Maitland, FL 32794

IN WITNESS WHEREOF, the undersigned, has hereunto set his hand and seal on this 23 day of May, 2006.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

L. Miller Williams, a Florida resident, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

L. Miller Williams