

.P95000022696

ENTERTAINMENT LAW OFFICES

of

William L. Whitacre

17 SOUTH MAGNOLIA AVENUE ORLANDO, FLORIDA USA 32801

TELEPHONE (407) 422-4469 FACSIMILE (407) 841-3941

March 16, 1995

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

Re: **REPRESENT ENTERTAINMENT, INC.**

Enclosed please find an original and one copy of the Articles of Incorporation for the above for profit corporation, and a check in the amount of \$122.50 for the filing fees.

Thank you for your assistance in filing same and returning a certified copy to:

William L. Whitacre
17 South Magnolia Avenue
Orlando, Florida 32801
(407) 422-4469

Very truly yours,



William L. Whitacre

WLW/ww

Dmc
3/21/95

FILED
95 MAR 21 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
ARTICLES OF INCORPORATION
of

FILED
95 MAR 21 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**REPRESENT
ENTERTAINMENT, INC.**

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, and being Legal Counsel and authorized agent for the principals designated herein, files these ARTICLES OF INCORPORATION to form a CORPORATION FOR PROFIT under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation shall be **REPRESENT ENTERTAINMENT, INC.** The company shall be free, in accordance with its business purposes, to seek trademarks, copyrights, or other proprietary registrations under the laws of the United States and of the State of Florida utilizing this name.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and the mailing address of the corporation shall be:

REPRESENT ENTERTAINMENT, INC.
17 South Magnolia Avenue
Orlando, Florida 32901

In accordance with its business purposes, the company shall conduct music production and related activity at its principal place of business.

ARTICLE III **CAPITAL STOCK**

The number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000 shares at a par value of \$1.00 per share.

ARTICLE IV **INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

William L. Whitacre, Esquire
17 South Magnolia Avenue
Orlando, Florida 32801

ARTICLE V **TERM OF EXISTENCE**

This corporation shall have perpetual existence unless voluntarily dissolved according to law.

ARTICLE VI **INCORPORATOR**

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

William L. Whitacre, Esquire
17 South Magnolia Avenue
Orlando, Florida 32801

ARTICLE VII **OFFICERS**

The initial officers of the corporation shall be:

President	Thomas R. Reich
Vice President	Michael H. Hampton
Secretary	William L. Whitacre
Treasurer	William L. Whitacre

ARTICLE VIII **DIRECTORS**

Consistent with ARTICLE X herein, there shall be no directors initially. The number of directors may be changed from time to time in accordance with the By Laws.

ARTICLE IX **PURPOSE**


The purpose for which this corporation is formed is to conduct all lawful business authorized under the laws of the State of Florida, and of the United States, as well as of the States therein, and the respective laws of other countries and territories throughout the world.

The principal business activity of the company shall include, but not be limited to, music production, and related activity, including but not limited to the acquisition, development, production, and distribution of original creative properties in all media for maximum commercial exploitation throughout the universe.

ARTICLE X
MANAGEMENT

The affairs of the corporation shall be managed by the Shareholders in accordance with the By-Laws and any other rules of procedure adopted at the initial meeting.

The undersigned, as Legal Counsel and authorized agent, has executed these Articles of Incorporation this 16th day of March, 1995.



William L. Whitacre
INCORPORATOR

**DESIGNATION AND ACCEPTANCE OF
REGISTERED AGENT**

FILED

MAR 21 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 Florida Statutes,
the undersigned Corporation, organized under the laws of the State of
Florida, submits the following statement in designating the registered
agent in the State of Florida.

1. The name of the Corporation is:

REPRESENT ENTERTAINMENT, INC.

2. The name and address of the registered agent and office is:

William L. Whitacre, Esquire
17 South Magnolia Avenue
Orlando, Florida 32801


William L. Whitacre
INCORPORATOR

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM
FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS
REGISTERED AGENT.


William L. Whitacre
REGISTERED AGENT