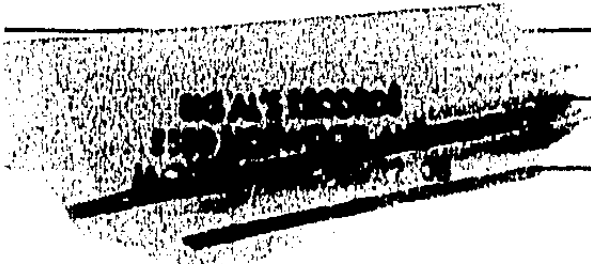


095000041649



OFFICE USE ONLY

300001487613  
05/15/95 01031-003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Big Al's Records & Tapes  
(Corporation Name) (Document #)
2. IL aka  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

May 16, 1995

**ALFRED A. SMITH**  
**5580 NORWOOD AVENUE**  
**JACKSONVILLE, FL**

**SUBJECT: BIG AL'S RECORDS & TAPES, INC.**  
**Ref. Number: W95000010319**

We have received your document for **BIG AL'S RECORDS & TAPES, INC.** and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

**Terri Buckley**  
Corporate Specialist

Letter Number: 095A00025054

ARTICLES OF INCORPORATION  
OF  
BIG AL'S RECORDS & TAPES 11, INC.

ARTICLE 1 - NAME

The name of this Corporation is Big Al's Records & Tapes 11, Inc.

ARTICLE 11 - DURATION

This Corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE 111 - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida statutes, as now exists or may after be amended.

ARTICLE 1V - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE VII - GREATER VOTING REQUIREMENT FOR SHAREHOLDERS  
WITH RESPECT OF SOME MATTERS

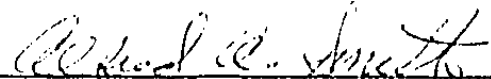
The affirmative vote of a majority of the shares of this Corporation entitled to vote shall be required for the authorization of a merger, consolidation, sale of substantial assets, and amendments.

ARTICLE XIII - AMENDMENT


This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV - INITIAL REGISTERED OFFICE AND AGENT

The street address and the mailing address of the initial office of this Corporation is 1020 N. Edgewood Avenue, Jacksonville, FL 32254, and the name of the initial Registered Agent of this Corporation at that address is Alfred A. Smith. Having been named as Registered Agent and to accept service of process for the above stated Corporation, I hereby accept the appointment as Registered Agent and agree to act in that capacity.

  
Alfred A. Smith


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation of the 2nd day of May, 1995.

  
Alfred A. Smith

STATE OF FLORIDA  
COUNTY OF DUVAL

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared Alfred A. Smith unto me and known by me to be the person who executed the foregoing Articles of Incorporation and who accepted the appointment as Registered Agent, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 2nd day of May, 1995 at Jacksonville, Duval County, Florida.

  
Notary Public  
State of Florida At Large  
My Commission Expires \_\_\_\_\_



ARTICLE VIII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of shareholders of this Corporation to any plan of merger shall be required in every case, whether or not that approval is required by law.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of the board of directors.

This Corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be increased from time to time by the bylaws; however, there shall never be less than one director nor more than ten. The name and address of the initial Board of Directors of the Corporation is:

Alfred A. Smith  
1020 N. Edgewood Avenue  
Jacksonville, Florida 32254

Angelyn M. Smith  
1020 N. Edgewood Avenue  
Jacksonville, Florida 32254

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such persons as shall be provided by the shareholders.

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XI - INCORPORATOR

The name and address of the Incorporator signing these Articles is Alfred A. Smith, 1020 N. Edgewood Avenue, Jacksonville, FL 32254.

ARTICLE XII - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.