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A Professional Association

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Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 33301

05/19/1995

RE: MELODY LANE ENTERTAINMENT, INC. - Incorporation of
OUR FILE NUMBER: 3161

Gentlemen:

Enclosed please find two (2) originals of the Articles of Incorporation for MELODY LANE ENTERTAINMENT, INC. and our trust account check in the amount of \$122.50 representing your cost for filing the Articles of Incorporation.

Please proceed to immediately file the enclosed Articles of Incorporation, then return a certified copy of the Secretary's Certificate to the undersigned along with one copy of the Articles.

Thank you for your prompt attention to this matter.

Very truly yours,

GOTTLIEB & GOTTLIEB, P.A.


Bruce M. Gottlieb

BMG/ty
Enclosures

800001496408
-05/23/95--01049--017
****122.50 ****122.50

D. BROWN MAY 26 1995

FILED
55 MAY 22 PM 4:04
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MELODY LANE ENTERTAINMENT, INC.

The Undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name and principal address of the corporation is MELODY LANE ENTERTAINMENT, INC., at 4815 Grapeville Way, Davie, Florida 33331.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may incorporate under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is five thousand (5,000), all of which shall be common shares with a par value of \$1.00.

ARTICLE FIVE

PRE-EMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 4815 Grapevine Way, Davie, Florida 33331 and the name of the initial registered agent is at such address is Robert B. Ericson.

ARTICLE SEVEN

DIRECTORS

The Board of Directors of the Corporation shall consist of one. The number of directors is to be set by the shareholders at a meeting called for that purpose.

The names and addresses of the first Board of Directors are:

Robert B. Ericson 4815 Grapevine Way
Davis, Florida 33331

ARTICLE EIGHT


INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Robert B. Ericson	4815 Grapevine Way Davis, Florida 33331

IN WITNESS WHEREOF, I have subscribed my name, on this
10th day of May, 1995.

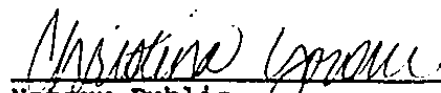
I hereby am familiar with and accept the duties and
responsibilities as registered agent for said corporation.


Robert B. Ericson
Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 10th
day of May, 1995, by Robert B. Ericson who is
personally known to me or has produced N.H. as
identification and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal.


Notary Public

My Commission Expires:

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FILED
3 MAY 22 PM 4:04
CLERK OF COUNTY CLERK
DAVIE, FLORIDA