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**networks**

PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

*Patricia Pyzdek*  
**P9500054030**

ACCOUNT NO. : 071 00000031

REFERENCE : 630573 129170A

AUTHORIZATION :

*Patricia Pyzdek*

500001536795

COST LIMIT : \$ 122.50

ORDER DATE : July 5, 1995

ORDER TIME : 2:41 PM

ORDER NO. : 630573

CUSTOMER NO: 129170A

CUSTOMER: Joseph Weinberger, Esq  
JOSEPH WEINBERGER, ESQ

19510 East Oakmont Drive

Miami, FL 33015

*Need file date  
back tomorrow*

DOMESTIC FILING

RUSH ~~WILL WAIT~~

NAME: SPIN RECORDS, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
95 JUL 13 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN JUL 13 1995

ARTICLES OF INCORPORATION  
OF  
SPIN RECORDS, INC.

FILED  
95 JUL 13 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

SPIN RECORDS, INC.

The address of the principal office of this corporation shall be in c/o Joseph Weinberger, Esq., 19510 East Oakmont Drive, Miami, Florida 33015, and the mailing address of the corporation shall be the same.

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 500 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 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on July 12, 1995.

CORPORATION SERVICE COMPANY

By: Gail Shelby  
Its Agent / Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

FILED  
95 JUL 13 AM 11:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Corporation Service Company, a Delaware corporation authorized to transact business in this State, 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.

CORPORATION SERVICE COMPANY

By: Gail Shelby  
Its Agent, Gail Shelby

LRD/acg