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ACCOUNT NO. 072100000032

REFERENCE : 658782 11200A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : August 14, 1995

ORDER TIME : 9:18 AM

200001558882

ORDER NO. : 658782

CUSTOMER NO: 11200A

CUSTOMER: Mr. Donnell A. Johnson
HOGAN & SHAW

Second Floor
300 East Las Olas Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: RUBIN MUSIC, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN AUG 14 1995

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 14 1995 9:23 PM

FILED

ARTICLES OF INCORPORATION
OF
RUBIN MUSIC, INC.

FILED
95 AUG 14 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the laws of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of this corporation is Rubin Music, Inc.

ARTICLE TWO

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, and may do any and all things in a corporate capacity permitted under and not inconsistent with Chapter 607 of the Florida Statutes regarding corporations for profit.

ARTICLE THREE

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1000 (one thousand) shares of common stock of the par value of ten cents (.10) per share.

These shares shall carry preemptive rights.

ARTICLE FOUR

The amount of capital with which the corporation will begin business will not be less than \$500 (five hundred) dollars.

ARTICLE FIVE

The corporation is to have perpetual existence.

ARTICLE SIX

The initial street address of the principal office of the corporation will be 2955 N.W. 24th Avenue, Fort Lauderdale, Florida 33311.

ARTICLE SEVEN

The number of directors of the corporation will not be less than one.

ARTICLE EIGHT

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

Rubin Aiken
2955 N.W. 24th Avenue
Fort Lauderdale, Florida 33311

ARTICLE NINE

The names and street addresses of each subscriber to the Articles of Incorporation are:

Rubin Aiken
2955 N.W. 24th Avenue
Fort Lauderdale, Florida 33311

ARTICLE TEN

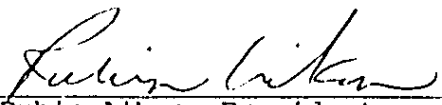
The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or to adopt new bylaws shall be vested in the Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the laws of the State of Florida or this Articles of Incorporation.

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification.

ARTICLE ELEVEN

The registered agent for the corporation shall be Garland Hogan, Esquire. The place designated for service of process shall be 300 East Las Olas Blvd, 2d Floor, Fort Lauderdale, Florida 33301.

WE, THE UNDERSIGNED, being all of the original subscribers to this Articles of Incorporation, do hereby make, subscribe, acknowledge and file this Articles and certify that the facts stated herein are true, and have hereunto set our hand and seals this 9th day of August, 1995.


Rubin Aiken, President

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

95 AUG 14 PM 1:23
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is:

Rubin Music, Inc.

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

Garland Hogan
300 East Las Olas, 2d Floor
Fort Lauderdale, Florida 33301

Signature

Rubin Aiken
Rubin Aiken

Title President

Date August 9, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

Garland Hogan
(Registered Agent)

DATE

August 9, 1995