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ROBERT F. EVANS, JR.  
Attorney at Law  
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Post Office Box 688  
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(407) 841-9332

December 21, 1995

State of Florida  
Department of State  
Corporate Division  
Post Office Box 6327  
Tallahassee, FL 32314

900001671429  
-12/27/95--01006--012  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Incorporation of AMERICA'S MUSIC PRODUCTION SERVICES, INC.

Dear Sir or Madam:

Enclosed please find an original and one (2) copies of the Articles of Incorporation for the above corporation and check in the amount of \$122.50, which represents the following fees: Filing (\$35.00) Certified Copy (\$52.50) and Designation of Registered Agent (\$35.00).

Thank you for your courtesy and prompt attention to this matter.

Sincerely,



Robert F. Evans, Jr.

RFEjr:amg

Enclosures

FILED  
95 DEC 26 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten initials and date: RFEjr 1-1-96

ARTICLES OF INCORPORATION

OF

AMERICA'S MUSIC PRODUCTIONS, INC.

ARTICLE I

NAME

The name of this corporation is:  
AMERICA'S MUSIC PRODUCTIONS SERVICES, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is anything legal under the laws of the state of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$1.00 per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE V

TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE VI

INITIAL ADDRESS

The initial post office address of the principal office of this corporation in the state of Florida is 500 S. Lakeview Drive, Lake Helen, Florida 32744. The board of directors may from time to time move the principal office to any other address in Florida.

FILED  
95 DEC 26 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII

DIRECTORS

This corporation shall not have less than one director initially.

The number of directors may be increased from time to time, by laws adopted by the stockholders, but shall never be less than one. On any matter which may be considered by the board of directors Samuel Farrugia, Jr. shall possess two votes for each vote held by Robert A. Grenier.

ARTICLE VIII

INITIAL BOARD MEMBERS

The names and post office addresses and the initial members of the first board of directors are: Samuel Farrugia, Jr. and Robert A. Grenier, 500 S. Lakeview Drive, Lake Helen, Florida 32744.

ARTICLE IX

SUBSCRIBERS

The name and post office address of the sole subscriber of these article of incorporation, the number of shares of stock taken and the value of the consideration is: Robert F. Evans, Jr., 103 S. Osceola Avenue, Suite #1, Orlando, Florida 32801, no shares.

ARTICLE X

RESIDENT AGENT

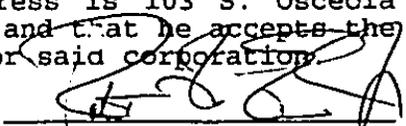
Robert F. Evans, Jr., a resident of Orange County, Florida whose address is 103 S. Osceola Avenue, Suite #1, Orlando, Florida 32801, is hereby designated as the agent for service of process in any suit or action against the corporation.

ACCEPTANCE OF RESIDENT AGENT

THE STATE OF FLORIDA

COUNTY OF ORANGE

The undersigned, Robert F. Evans, Jr., after being duly sworn upon his oath, deposes and says that he is a permanent resident of Orange County, Florida and that his address is 103 S. Osceola Avenue, Suite #1, Orlando, Florida 32801, and that he accepts the foregoing designation as resident agent for said corporation.

  
ROBERT F. EVANS, JR.

FILED  
DEC 26 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this <sup>27</sup> 21st day of December, 1995, by ROBERT F. EVANS, JR., who is personally known to me or who has produced a driver's license as identification and who did take an oath.

*Wendy J. Cordone*  
Notary Public



WENDY J. CORDONE  
My Commission CC391368  
Expires Jul. 18, 1998  
Bonded by HAI  
800-422-1855

ARTICLE XI

AMENDMENTS

Those articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders, and approved at a stockholders meeting, unless all the directors and all of the stockholders sign a written statement manifesting their intention to a certain amendment.

IN WITNESS WHEREOF I, the undersigned, being the original subscriber to the capital stock of AMERICA'S MUSIC PRODUCTIONS SERVICES, INCORPORATED, as herein set forth, does hereby make and file this certificate, hereby declaring and certifying that the facts herein stated are true and I have set out my hand and seal this 21st day of December, 1995.

*Robert F. Evans, Jr.*  
ROBERT F. EVANS, JR.  
Sole Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this <sup>27</sup> 21st day of December, 1995, by ROBERT F. EVANS, JR., who is personally known to me or who has produced a driver's license as identification and who did take an oath.

*Wendy J. Cordone*  
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