

Pountains Executive Centre 9000 W. Sheridan Street, Suite 100 Pembroke Pines, Florida 33024 (305) 430-7370

LAWRENCE D. BACHE OF GOWING! ROY L. TAYLOR

January 16, 1996

The State of Florida Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: RIDENOUR MUSIC & SOUNDSTAGE, INC.

To whom it may concern:

For filing, enclosed please find the original Articles of Incorporation (and one copy) for the above-referenced corporation along with a check for \$122.50 payable to the Florida Secretary of State. Please return a certified copy of the articles to this office.

Thanks for your attention to this matter and feel free to contact this office if you have any questions or need additional information.

Sincerely,

Michael Reynolds, Paralegal

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ARTICLES OF INCORPORATION

95 JAM 2 7110.

OF

RIDENOUR MUSIC & SOUNDSTAGE, INC.

ARTICLE I

The name of this corporation is RIDENOUR MUSIC & SOUNDSTAGE, INC.

(4068 N.E. 7th Avenue, Oakland Park, FL 33334)

ARTICLE II DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing of the Articles of Incorporation. This corporation shall have perpetual existence.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9000 West Sheridan Street, #106, Pembroke Pines, Florida 33024 and the name of the initial registered agent of this corporation at that address is Lawrence D. Bache.

ARTICLE VI INITIAL DOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Directors of this corporation are:

NAME

ADDRESS

Keith Ridenour

4068 N.E. 7th Avenue Oakland Park, FL 33334

Victor S. Mecca

4074 N.W. 7th Avenue Oakland Park, FL 33334

ARTICLE VII PREEMPTIVE RIGHTS

Each shareholder of the Corporation shall have full preemptive 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 any unissued or treasury shares.

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles is:

NAME

ADDRESS

Lawrence D. Bache

9000 West Sheridan Street Suite 106 Pembroke Pines, FL 33024

ARTICLE VIII INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this meservation.

IN WITNESS WEEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16 day of January, 1996. STATE OF FLORIDA COUNTY OF BROWARD) SWORN TO AND SUBSCRIBED before me this 16 day of January, 1996. Signature of Officer Administering Oath or Notary Public, State of Florida EQUONYAR D JANHOM dy Commission CC461034 Expires May. 06, 1909 **Bonded by HAI** 000-422-1565 Print, Type or Stamp Commissioned Name of Notary and Commission Expiration

Personally Known V or Produced Identification Type of Identification Produced

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuance of Section 48.091 and Section 607.034 (3), Florida Statutes, the following is submitted in compliance with said Sections:

RIDENOUR MUSIC & SCUNDSTAGE, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in to Certificate of Incorporation, at the City of Oakland Park, County of Broward, State of Florida, has named Lawmence D. Bache, located at 9000 West Sheridan Street, #106, Pembroke Pines, FL 33024, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the abovenamed corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping open said office.

STATE OF FLORIDA)

COUNTY OF BROWARD)

SWORN TO AND SUBSCRIBED before me this 16 day of January, 1996.

Signature of Officer Administering Oath or Notary Public, State of Florida

MCCONTRIBED REVNCLOS

My Convenience C4491035

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Personally Known or Produced Identification

Type of Identification Produced