P960000 15993 Mattson, McGrady & Swearingen, P. A.

> Attorneys at Law 1113 Dirst Avenus South St. Petersburg, Florida 33101

Aloh A. Mattson J. Thomas McGrady• Dentse C. Swearingen• David A. Reed

· Certified Circuit Mediator

819-949-9209 819-949-8902 (DAM) Plaose reply to: P. O. Box 14979 St. Petersburg, Flortda 99799

February 16, 1996

Division of Corporations Secretary of State The Capitol Tallahassee, FL 32304

RE: GATORTALE MUSIC, INC.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incoporation of Gatortale Music, Inc. The Articles have been signed by the subscriber and the signature has been properly notarized.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify same and return to my office.

Enclosed you will find the appropriate check in the amount of \$122.50 covering the filing fee of the Articles (\$35.00); certification charges (\$52.50); registered agent designation (\$35.00).

Thank you for your cooperation in this regard.

Very truly yours,

MATTSON, McGRADY & SWEARINGEN, P.A.

RICK A. MATTSON

RAM/gvf

enclosures

SPEB 2 1 1998 AHASSEE, FLC

ARTICLES OF INCORPORATION

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GATORTALE MUSIC, INC.

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ARTICLE 1 - NAME

The name of this Corporation is Gatortale Music, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of the filing by the Department of State of these Articles of Incorporation.

ARTICLE III - PURPOSE

This Corporation is organized to engage in and transact any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 Common Shares of One (\$1.00) Dollar par value Common Stock.

ARTICLE V - PRINCIPAL OFFICE

The initial street address of the principal office of this Corporation is: 7113 First Ave. South, St. Petersburg, FL 33707.

ARTICLE VI - DIRECTORS

The Corporation shall have five directors initially; the number of directors may be either increased or diminished from time to time as provided in the bylaws, but shall never be less than one. The names of the initial directors are: Rick A. Mattson of 7113 First Ave. South, St. Petersburg, FL 33707, Jesse W. Smith of 4749 Mitchell Rd., Land O' Lakes, FL 34639, David Walsh of 5611 N.W. 26th Terrace, Gainesville, FL 32653, Rick Pupello and Steve Thomson of 11801 Armenia Ave., Tampa, FL 33612.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Rick A. Mattson, of 7113 First Ave. South, St. Petersburg, Florida 33707.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 7113 First Ave. South, St. Petersburg, Florida 33707. The name of the initial registered agent of this Corporation at that address is Rick A. Mattson, Esq.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer, or any former officer, to the full extent of the law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto. Any rights conferred upon the directors or shareholders are subject to this reservation.

ARTICLE XI - SUB-CHAPTER S

This Corporation hereby elects Sub-Chapter S tax status.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation on ____

STATE OF FLORIDA COUNTY OF PINELLAS

Before me a Notary Public authorized to take acknowledgments in the city of St. Petersburg, Pinellas County, Florida, personally appeared Rick A. Mattson, known by me to be the person who executed and acknowledged the execution of the foregoing Articles of Incorporation.

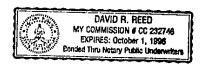
IN WITNESS WHEREOF, I have hereunto set my hand and affixed

my official seal in St. Petersburg, Pinellas County, Florida on

FEBRUARY 16 _, 1996.

NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping this office open.

RICK A. MATTSON, ESO.

FEB 19 MIH: 34