

OROFE: DOTF : February 23, 1996

ORDER TIME # 9:49 OF

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CUSTOMER: Sanford O. Jacobs, Esq.

KOPLAN & MLOOM, Paña

Suite 212

3900 Woodlare Blvd Lake Worth, Ft. 33463

#### TOPPESTIC FILING

Madde :

- MUSIC SCENE, INC.

## EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED FORTHERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY PLAIN STAMPED COMY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jermifer Moran

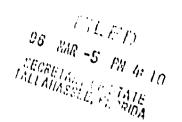
EXAMINER'S INITIALS:

MAR - 5 1996

# ARTICLES OF INCORPORATION

OF

MUSIC SCENE, INC.



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:

MUSIC SCENE, INC.

The address of the principal office of this corporation shall be 20423 State Road Seven, Suite 165, Boca Raton, Florida 33498, 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 1,000 shares of common stock having \$.10 par value per share.

#### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 21098 Shady Vista Lane, Boca Raton, Florida 33428, and the name of the initial registered agent of the corporation at that address is Robert George Stevens.

## ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Robert George Stevens 21098 Shady Vista Lane Dir./Pres. Boca Raton, Florida 33428

## ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

# ARTICLE VIII. 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 March 5, 1996.

CORPORATION SERVICE COMPANY

By: Cail Shelby

ACG/JLM

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, 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: Music Scene, Inc.	क का <del>वर्ग</del> । • • • • • • • •
2.	. The name and address of the registered agent and office is:	
	Robert George Stevens	
	(Name)	
	21098 Shady Vista Lane	
	(P.O. Box not acceptable)	
	Boca Raton, Florida 33428	
	(City/State/Zip)	

Having been named as registered agent and to accept service of process for the above stated comporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

66 - (Figure 23, 1996

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL

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