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FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCOUNTING SYSTEM
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE FILM COMPANY
DEPARTMENT OF STATE 149 W FLAGLER ST
STATE OF FLORIDA
409 EAST ANNE STREET
TALLAHASSEE, FL 32303
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PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H96000003477)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: KR8 PUBLISHING, INC.
FAX AUDIT NUMBER: H96000003477
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**ARTICLES OF INCORPORATION
OF
KRS PUBLISHING, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of the corporation is **KRS PUBLISHING, INC.**
2. **Duration.** The period of duration is perpetual.
3. **Purpose.** The purpose is to publish and sell music arrangements and to engage in any activities under the laws of the United States and Florida.
4. **Capital Stock.** The corporation is authorized to issue one hundred thousand shares of common stock at \$.01 par value.

5. **Initial Registered Office and Agent.** The name and address of the initial register agent and office of this corporation is as follows:

Rolf Smedvig
5005 Collins Avenue, #1518
Miami Beach, Florida 33140

6. **Principal Office and Mailing Address.** The initial principal office of this corporation and its initial mailing address is as follows:

Rolf Smedvig, President
1444 Biscayne Blvd., Suite 220
Miami, Florida 33132

7. **Initial Board of Directors.** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:

Rolf Smedvig
5005 Collins Avenue, #1518
Miami Beach, Florida 33140

Document Prepared by:
STANLEY E. JOHNSON, JR., ESQ.
1444 Biscayne Boulevard
Suite 220
Miami, Florida 33132
Tel. (305) 372-2797
Florida Bar No. 472395

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TREASURY
TALLAHASSEE, FLORIDA

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Articles of Incorporation
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8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Rolf Smedvig
5005 Collins Avenue, #1518
Miami Beach, Florida 33140

9. **Amendment of Articles.** 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 reservation.

10. **Indemnification.** This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.

11. **Debts of the Corporation.** The private property of the shareholders shall not be subject to payment of the corporate debts in any event.

12. **Conflict of Interest.** This corporation, expressly elects not to be governed by Florida Statutes Section 607.0901 (1991), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are peculiarly or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be peculiarly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8 day of March, 1996.


Rolf Smedvig, Incorporator


Rolf Smedvig, Registered Agent

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STATE OF FLORIDA }
COUNTY OF DADE }

BEFORE ME, the undersigned authority personally appeared Rolf Smedvig, to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced Driver License # 544574 as identification or _____ is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8 day of March, 1996.



Notary Public
State of Florida

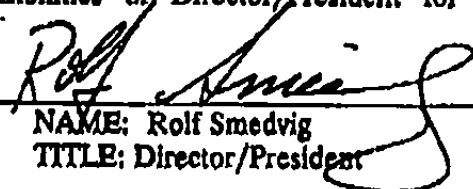
My Commission Expires:



ANGELINE G. BUTLER
My Commission 00421838
Expires Jan. 04, 2000

STATE OF FLORIDA }
COUNTY OF DADE }

The undersigned being the duly elected and acting Director/President for KRS PUBLISHING, INC. does on behalf of KRS PUBLISHING, INC. certify that he is familiar with and accepts the duties and responsibilities of Director/President for KRS PUBLISHING, INC.

By: 

NAME: Rolf Smedvig
TITLE: Director/President

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Articles of Incorporation
Page 4STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 8 day of March, 1996 by Rolf Smedvig, who has produced being known to me as identification for KRS PUBLISHING, INC. or _____ is personally known by me.



ANGELINA G. BUTLER
My Commission 00081889
Expires Jan. 04, 2000

Angelina G. Butler
Name:
Notary Public

STATE OF FLORIDA)
COUNTY OF DADE)

The undersigned being the duly elected and acting Register Agent for KRS PUBLISHING, INC. does on behalf of KRS PUBLISHING, INC. certify that he is familiar with and accepts the duties and responsibilities as Register Agent for KRS PUBLISHING, INC.

By: Rolf Smedvig
Name: Rolf Smedvig
Title: Register Agent.

FILED
96 MAR 12 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 8th day of March, 1996 by Rolf Smedvig, who has produced being known to me as identification for KRS PUBLISHING, INC. or _____ is personally known by me.



ANGELINA G. BUTLER
My Commission 00081889
Expires Jan. 04, 2000

Angelina G. Butler
Name:
Notary Public.

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