

P96000046537

JOHNSON, BLAKELY, POPE, BOKOR, RUPPEL & BURNS, P.A.

ATTORNEYS AND COUNSELLORS AT LAW

REBECCA HENSON ALFORD
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SCOTT C. KERNERITZ
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MICHAEL G. LITTLE
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PHILIP M. SHANTZEN
CHARLES M. TATTELBAUM
JOAN M. VECCHIOLI
ANTHONY P. ZINGHI
JULIUS J. ZSCHAU

*OF COUNSEL

PLEASE REPLY TO TAMPA

FILE NO. 36928.94398

May 24, 1996

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

Re: Filing of a profit corporation
Mullet Records International, Inc.

4000001842034
-05/29/96--01026--005
*****70.00 *****70.00

Dear Sir/Madam:

Enclosed are the Articles of Incorporation and Certificate Designating Registered Agent for the above referenced company and our firm's check in the amount of \$70.00 for filing fees. Also enclosed is an extra copy which I would ask you to date stamp and return to me in the enclosed self-addressed stamped envelope.

Thank you in advance for your assistance.

Sincerely,

Lisa A. Lanus

Lisa A. Lanus
Legal Assistant

LAL
Enclosures
0036498.01

FILED
96 MAY 28 AM 11:05
TALLAHASSEE, FLORIDA

CLEARWATER OFFICE
911 CHESTNUT STREET
POST OFFICE BOX 1368
CLEARWATER, FLORIDA 34617-1368
TELEPHONE: (813) 461-1814
TELECOMPER (813) 441-4617

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100 NORTH TAMPA STREET
SUITE 1800
POST OFFICE BOX 1100
TAMPA, FLORIDA 33601-1100
TELEPHONE (813) 225-2500
TELECOMPER (813) 223-7118

D. BROWN JUN - 3 1996

ARTICLES OF INCORPORATION

of

MULLET RECORDS INTERNATIONAL, INC.

ARTICLE I - NAME AND MAILING ADDRESS

The name of this corporation is Mullet Records International, Inc. and the mailing address of this corporation is 4013 Zelar Street, Tampa, Florida 33629.

ARTICLE II - DURATION; EFFECTIVE DATE

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one Thousand (1,000) Shares at One Cent (\$.01) par value of common stock, which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4013 Zelar Street, Tampa, Florida 33629, and the name of the initial registered agent of this corporation at that address is Joel Lee Sherman.

FILED
\$15.00
JAN 11 1985
TAMPA, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are Joel Lee Sherman, John Harte, and Dermot Coll.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Joel Lee Sherman, 4013 Zelar Street, Tampa, Florida 33629.

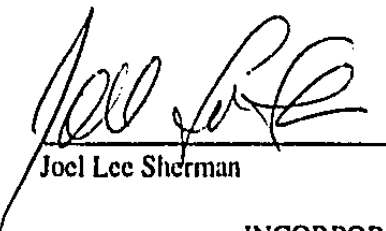
ARTICLE VIII - INDEMNIFICATION

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 thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of February, 1996.


Joel Lee Sherman


INCORPORATOR

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Florida Statutes Section 48.091, Mullet Records International, Inc. desiring to organize under the laws of the State of Florida, hereby designates Joel Lee Sherman, 4013 Zelar Street, Tampa, Florida 33629., as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes Section 48.091(2) relative to maintaining an office for the service of process.



Joel Lee Sherman

0032479.01

P96000046537

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BRUCE W. BARNED
JOHN T. BLAKELY
BRUCE H. BOKOR
QUY M. BURNS
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JOAN M. VECCHIOLI
AMBER WILLIAMS
JULIUS J. ZECHAU

OF COUNSEL

PLEASE REPLY TO TAMPA
Internet Address: Phils@tampa.jbpllm.com

FILE NO. 36928.94398

February 11, 1997

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

9000002086639--9
-02/13/97--01030--009
*****35.00 *****35.00

Re: Mullet Records International

Dear Sir/Madam:

Enclosed is an original of the Articles of Amendment to Articles of Incorporation of Mullet Records International, Inc. and a firm check in the amount of \$35.00 for the filing fee.

Please return all correspondence concerning this matter to the following:

Philip M. Shasteen, Esq.
Johnson, Blakely, Pope, Bokor, Ruppel & Burns, P.A.
100 North Tampa Street, Suite 1800
Tampa, Florida 33602

Please call me if you have any questions. Thank you.

Very truly yours,

Linda M. Werner

Linda M. Werner
Legal Assistant

FILED
971113-5 PM 3:47
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Encls

cc: Mr. Joel Lee Sherman

CLEARWATER OFFICE
911 CHESTNUT STREET
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POST OFFICE BOX 1100
TAMPA, FLORIDA 33602-5145
TELEPHONE (813) 225-2500
TELECOPIER (813) 223-7116



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 18, 1997

Phillip M. Shastoon, Esq.
Johnson, Blakely et al
100 N. Tampa St., Suite 1800
Tampa, FL 33602

SUBJECT: MULLET RECORDS INTERNATIONAL, INC.
Ref. Number: P96000046537

We have received your document for MULLET RECORDS INTERNATIONAL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 397A00008565

JOHNSON, BLAKELY, POPE, BOKOR, RUPPEL & BURNS, P.A.
ATTORNEYS AND COUNSELLORS AT LAW

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JOAN M. VECCHIOLI
AMBER WILLIAMS
JULIUS J. ZSCHAU

OF COUNSEL

PLEASE REPLY TO TAMPA
Internet Address: Philip@tampa.jbplfirm.com

PHONE 036928.94398

March 3, 1997

Mr. Steven Harris
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Mullet Records International/P96000046537

Dear Sir/Madam:

Enclosed is a corrected original Articles of Amendment to Articles of Incorporation of Mullet Records International, Inc., and your letter dated February 18, 1997.

Please return all correspondence concerning this matter to the following:

Philip M. Shusteen, Esq.
Johnson, Blakely, Pope, Bokor, Ruppel & Burns, P.A.
100 North Tampa Street, Suite 1800
Tampa, Florida 33602

Please call me if you have any questions regarding this matter. Thank you.

Very truly yours,

Linda M. Werner

Linda M. Werner
Legal Assistant

Encls

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MULLET RECORDS INTERNATIONAL, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

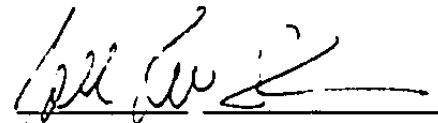
"ARTICLE VI, BOARD OF DIRECTORS"

This corporation shall have two (2) directors. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1).

SECOND: The date of the amendment's adoption: January 23, 1997

THIRD: Adoption of Amendment: The amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 23rd day of January, 1997.



Joel Lee Sherman, Incorporator

JOEL LEE SHERMAN

Typed or printed name