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Law Offices  
of  
**MILITANA' & MILITANA**

*Licensed in Florida and Tennessee*

**Miami Office:**  
8801 Biscayne Boulevard  
Miami, Florida 33138

*\*B.J. Militana, Esquire (1912-1992)  
Richard Militana, Esquire*

**Reply to: Central Florida Office**  
9500 Nations Road  
Webster, Florida 33597  
(352) 583-5885

**Tennessee Office:**  
5120 Padlock Village  
Brentwood, TN 37027

July 29, 1996

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

800001884408  
-07/05/96--01007--015  
\*\*\*\*122.50 \*\*\*\*122.50

RE: M & S International Marketing, Inc.  
Moorelynn Management, Inc.

Dear Sir :

I am enclosing an original and one copy of each of the above Articles of Incorporation. I am also enclosing a check in the amount of \$122.50 for each of the filing fee of said Articles and a self addressed postage paid envelope for returning a copies of the filed Articles. Please direct all correspondence to our Webster Florida office, and if you have any questions, please do not hesitate to contact me at (352) 583-5885. Thank you for your prompt attention to this matter.

Very truly yours,

*Diana Militana*

Diana Militana  
Secretary/Assistant

RM/dkm

Enclosures

FILED  
96 JUL -3 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

GB 7/8/96

**FILED**

96 JUL -3 PM 3:34

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

*of*

**MOORELYNN MANAGEMENT, INC.**

\*\*\*\*\*

The undersigned Subscribers to the Articles of Incorporation, natural persons, competent to contract, desiring to form a corporation under the laws of the State of Florida, hereby makes, subscribes and acknowledges this certificate for that purpose, as follows:

**ARTICLE I.**

The name of the corporation is:

**MOORELYNN MANAGEMENT, INC.**

**ARTICLE II.**

The purpose for which the corporation is formed is to engage in the conduct of any lawful business activity including but not limited to:

To acquire and administrate artists/writer's performances, copyrights on songs, lyrics, and musical compositions; to license and use such material for mechanical reproduction; to license the use by vocal, instrumental, or any other means known or to be known; to print, sell, and distribute sheet music; and to do any and all activities performed by natural persons in the music publishing business.

**ARTICLE III.**

This corporation is to have perpetual existence.

**ARTICLE IV.**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time are TEN (10) at no par value.

**ARTICLE V.**

The street address of the initial principal office of this corporation is:

3412 Cypress Head Court  
Tampa, Florida 33618

**ARTICLE VI.**

The name of the initial Registered Agent of this corporation is:

Richard Militana

**ARTICLE VII.**

The corporation shall have two directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one.

**ARTICLE VIII.**

The names and addresses of the initial directors who are signing these Articles of Incorporation are:

David E. Moore  
3412 Cypress Head Court  
Tampa, Florida 33618

Robby L. Steptoe  
1101 Honeysuckle Way  
Irving, Texas 75038

**ARTICLE IX.**

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

**IN WITNESS WHEREOF**, the undersigned subscribers have executed these Articles of Incorporation on this 22<sup>nd</sup> day of June, 1996.

  
\_\_\_\_\_  
David E. Moore

  
\_\_\_\_\_  
Robby L. Steptoe

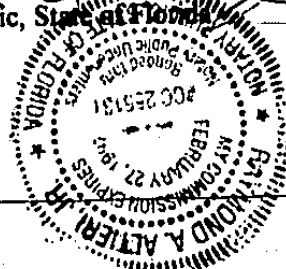
STATE OF FLORIDA           )  
  ):SS  
COUNTY OF HILLSBOROUGH )

**BEFORE ME** a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared David E. Moore, to me known to be the person who has executed the foregoing Articles of Incorporation, by the following identification: known by me personally and he has acknowledged before me that he has executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal in the State and County aforesaid this 22 day of June, 1996.

  
\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires: 2-27-99 *ETA*



STATE OF Florida )  
COUNTY OF Hillsborough ) :SS

**BEFORE ME** a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared Robby L. Steptoe, to me known to be the person who has executed the foregoing Articles of Incorporation, by the following identification: Known to me personally, and he has acknowledged before me that he has executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal in the State and County aforesaid this 23 day of June, 1996.

  
Notary Public, State of Florida

My Commission Expires: 2-27-99 EAT



***This Instrument Prepared By:***  
RICHARD MILITANA, ESQUIRE  
9500 NATIONS ROAD  
WEBSTER, FLORIDA 33597

**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
WHOM THE PROCESS MAY BE SERVED**

\*\*\*\*\*

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Act:

**FIRST:** MOORELYNN MANAGEMENT, INC., desiring to organize under the laws of the State of Florida with it's principal office as indicated in the Articles of Incorporation:

3412 Cypress Head Court  
Tampa, Florida 33618

**SECOND:** The name and address of the initial Registered Agent, and it's agent to accept service of process within the state for this Corporation is:

RICHARD MILITANA, ESQUIRE  
9500 NATIONS ROAD  
WEBSTER, FLORIDA 33597

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of this Act relative to keeping this office.

  
Richard Militana

***This Instrument Prepared By:***  
RICHARD MILITANA, ESQUIRE  
9500 NATIONS ROAD  
WEBSTER, FLORIDA 33597

**FILED**  
96 JUL - 3 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA