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PREMIER HALL
LEGAL & FINANCIAL SERVICES

P960000 82755

ACCOUNT NO. : 072100000032

REFERENCE : 111588 123514A

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 122.50

ORDER DATE : October 7, 1996

ORDER TIME : 2:13 PM

ORDER NO. : 111588

EFFECTIVE DATE

10-4-96

300001966983

CUSTOMER NO: 123514A

CUSTOMER: John D. Galluzzo, P.a.
JOHN D. GALLUZZO, P.A.

P. O. Box 300427

Fern Park, FL 32730

DOMESTIC FILING

NAME: THE ALBUM STORE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

RECEIVED
96 OCT -7 PM 3:29
DIVISION OF CORPORATION

FILED
96 OCT -7 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc 10/8/96

ARTICLES OF INCORPORATION

FILED

OF

96 OCT -7 PM 4:02

EFFECTIVE DATE

10-4-96

THE ALBUM STORE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: **THE ALBUM STORE, INC.**

ARTICLE II. NATURE, PRINCIPAL PLACE OF BUSINESS AND POWERS.

The principal office is located at 8531 Peppercorn Drive, Orlando, Florida 32825, and the general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is two hundred (200) shares of common stock with a par value of One and 00/100 Dollars (\$1.00).

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall have perpetual existence commencing upon the 4th day of October, 1996.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Ms. Vicky L. Gallas
8531 Peppercorn Drive
Orlando, FL 32825

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTOR.

The name and initial director of this Corporation and her street address is:

Ms. Vicky L. Gallas
8531 Peppercorn Drive
Orlando, FL 32825

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Ms. Vicky L. Gallas
8531 Peppercorn Drive
Orlando, FL 32825

ARTICLE IX. AMENDMENT.

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, has hereunto set her hand and seal for the purpose of forming this Corporation under the laws of the State of Florida and does hereby make, subscribe, acknowledge and file in the Office of the Secretary of State of the State of Florida these Articles of Incorporation and certifies that the facts herein stated are true, all this 4th day of October, 1996.


VICKY L. GALLAS
Incorporator

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME the undersigned authority personally appeared VICKY L. GALLAS, who is personally known to me or who produced her driver's license as identification, and to me well known and well known to me to be the person named herein and who executed the foregoing instrument and who did take an oath.

DATED this 4 day of October, 1996.

Marilyn J. McAllister
Notary Public

MARILYN J. McALLISTER
Printed Name

Commission Number:

My Commission Expires  MARILYN J MCALLISTER
My Commission OO488884
Expires Sep. 24, 1999

ACKNOWLEDGMENT

Having been named to accept service of process of the Corporation known as THE ALBUM SHOP, INC., at the place designated in the Articles of Incorporation certificate, the undersigned agrees to act in this capacity as the registered agent, and agrees to comply with the provisions of Florida Law relative to keeping the designated office open.

REGISTERED AGENT:

Vicky L. Gallas
VICKY L. GALLAS