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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 Zalles Music, Inc.
(Corporation Name)

(Document #)

2 _____
(Corporation Name)3 _____
(Corporation Name)

(Document #)

4 _____
(Corporation Name)

(Document #)

☒ Walk In☐ Pick Up Time☐ Mail Out☐ Will Wait☐ Photocopy☒ Certified Copy☐ Certificate of Status☐ Certificate of Good Standing☐ ARTICLES ONLY☐ ALL CHARTER DOCS☐ Certificate of FICTITIOUS NAME☐ FICTITIOUS NAME SEARCH☐ CORP SEARCH

NEW FILINGS

☒ Profit
☐ NonProfit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

☐ Amendment
☐ Resignation of R A, Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name
☐ Name Reservation

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

B. REGISTER OCT 28 1996

HOLD FOR
PICKUP BY
UCC SERVICES

196A00049665

Examiner's Initials

96 OCT 28 PM 3:33

TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RUSH

RECEIVED
96 OCT 28 PM 1:51
UCC FILING & SEARCH SERVICES, INC.

ARTICLES OF INCORPORATION
OF
ZALLES MUSIC, INC.

FILED
96 OCT 28 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is ZALLES MUSIC, INC.

ARTICLE II

The street address of the principal office of the Corporation is:

4400 North Federal Highway, Suite 210
Boca Raton, Florida 33431

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is One Thousand, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The par value for each authorized share is: \$1.00.

ARTICLE IV

The initial street address of the Corporation's registered office is:

4400 North Federal Highway, Suite 210
Boca Raton, Florida 33431

The initial registered agent for the Corporation at that address is:

ROGER C. SIMS.

ARTICLE V

The initial board of directors shall consist of ONE (1) member. The name and address of the person who will serve on the initial board

of directors is:

Name
CRISTIAN A. BAND

Address
c/o Zallos Music, Inc.
Suite 210
4400 North Federal Highway
Boca Raton, Florida 33431

ARTICLE VI

The name and street address of the person signing these articles of incorporation is:

Name
ROGER C. SIMS

Address
Suite 210
4400 North Federal Highway
Boca Raton, Florida 33431

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 25th day of October, 1996.

Roger C. Sims
ROGER C. SIMS,
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ZALLES MUSIC, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Roger C. Sims
ROGER C. SIMS

Date: October 25, 1996

FILED
96 OCT 28 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA