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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 154794 6258A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : \$ 70.00

ORDER DATE : November 14, 1996

ORDER TIME : 9:15 AM

ORDER NO. : 154794-005

CUSTOMER NO: 6258A

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CUSTOMER: David N. Sexton, Esq
BOND SCHOENECK & KING, P.A.

Suite 107
1167 Third Street South
Naples, FL 339407098

DOMESTIC FILING

NAME: MOONLIT RECORDS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest
EXAMINER'S INITIALS: KR

FILED
96 NOV 14 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FL 32304

11.14.96

ARTICLES OF INCORPORATION
OF
MOONLIT RECORDS, INC.

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TALLAHASSEE, FLORIDA

Article 1. Name

The name of the Corporation is
Moonlit Records, Inc.

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 4196 Corporate Square, Naples, Florida 34104. The mailing address of the Corporation is 4196 Corporate Square, Naples, Florida 34104.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is c/o Bond, Schoeneck and King, P.A., 1167 Third Street South, Suite 107, Naples, Florida, 34104. The name of the initial registered agent at that address is David N. Sexton, Esq.

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, all of which shall have a par value of \$1.00. Such shares of stock are as follows:

Class A - 10,000 common, voting stock, \$1.00 par value

Article 7. Initial Board of Directors

The initial board of directors shall consist of five (5) members. The names and addresses of the initial directors of the Corporation are:

Ronald C. Eastman	4196 Corporate Square Naples, Florida 34104
Paul Todd Lagergren	4196 Corporate Square Naples, Florida 34104
Randy C. Eastman	4196 Corporate Square Naples, Florida 34104
Dawn M. Lagergren	4196 Corporate Square Naples, Florida 34104
Julie M. Eastman	4196 Corporate Square Naples, Florida 34104

Article 8. Incorporator

The name and address of the sole Incorporator is:

David N. Sexton 1167 Third Street South
Suite 107
Naples, Florida 34012

Article 9. Commencement of Existence

The Corporation's existence shall commence on upon the filing of these Articles of Incorporation with the Florida Secretary of State.

Article 10. Amendment

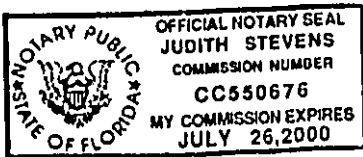
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this
12th day of November, 1996.


David N. Sexton

STATE OF FLORIDA :
COLLIER COUNTY : ss.:

The foregoing instrument was acknowledged before me this 12th day of November, 1996, by DAVID N. SEXTON, who is personally known to me and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.



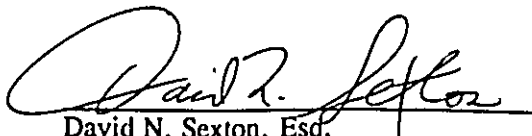
Judith Stevens
Judith Stevens
Notary Public

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of MOONLIT RECORDS, INC. , which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of such a position.

DATED this 12th day of November, 1996.



David N. Sexton, Esq.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA