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BERK/TRZECIAK
504 SE 35 AVE
OCALA, FL 34471

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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12/5/96

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ARTICLES OF INCORPORATION
OF
WARWICK MUSIC CORP.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation is **WARWICK MUSIC CORP.** and the principal place of business is **504 S.E. 35th Avenue, Ocala, Florida 34471.**

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized are:

1. To acquire 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, record, publish, manage, and distribute sheet music; and to do any and all activities performed by natural persons in the music publishing business.

2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, at the option of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue in One Hundred Shares (100) stock shares. The par value is \$1.00 per share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: **504 S.E. 35th Avenue, Ocala, Florida 34471**, and the name of its initial registered agent is **KAREN S. BERK** the principal place of business is: **504 S.E. 35th Avenue, Ocala, Florida 34471**.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two. The names and addresses of the persons who are to serve as members of the initial board of directors are as follows:

KAREN S. BERK	504 S.E. 35th Avenue Ocala, Florida 34471
DAVID LEE TRZECIAK	504 S.E. 35th Avenue Ocala, Florida 34471

ARTICLE VII INCORPORATOR

The names and addresses of each incorporator is as follows:

KAREN S. BERK	504 S.E. 35th Avenue Ocala, Florida 34471	50 Shares
DAVID LEE TRZECIAK	504 S.E. 35th Avenue Ocala, Florida 34471	50 Shares

**ARTICLE VIII
OFFICERS**

The name and post office address of each officer of the corporation are as follows:

KAREN S. BERK	504 S.E. 35th Avenue Ocala, Florida 34471	President/Treas.
DAVID LEE TRZECIAK	504 S.E. 35th Avenue Ocala, Florida 34471	Vice Pres/Sec.

EXECUTED by the undersigned at Ocala, Marion County, Florida on this 22nd
day of May, 1996.

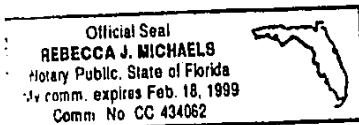

KAREN BERK


DAVID LEE TRZECIAK

**STATE OF FLORIDA
COUNTY OF MARION**

PERSONALLY APPEARED before me the undersigned authority duly authorized to administer oaths and take acknowledgements, **KAREN S. BERK and DAVID LEE TRZECIAK**, who are well known to me to be the persons described in and who executed the foregoing Articles of Incorporation and who acknowledge before me, according to the law, that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

WITNESSED my hand and official seal at Ocala, Marion County, Florida. This 22nd day of May, 1996



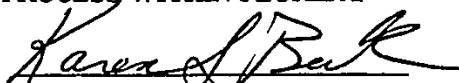
Rebecca J. Michaels
Notary Public
My Commission expires: Feb 18, 1999
Print Name Rebecca J. Michaels

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.


IN COMPLIANCE WITH SECTION 48.091 OF THE FLORIDA STATUTES;

FIRST - THAT WARWICK MUSIC CORP., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL PLACE OF BUSINESS 504 S.E. 35TH AVENUE, OCALA, FLORIDA
34471 AND HAS NAMED KAREN S. BERK THE REGISTERED AGENT AND IS
LOCATED AT 504 S.E. 35TH AVENUE, OCALA, FLORIDA 34471, STATE OF
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

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KAREN S. BERK
Title President
Date May 22, 96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


KAREN S. BERK
Dated May 22, 96