

Hoffmeier Accounting & Tax Service, Inc.

5101 N.W. 21st Avenue, Suite 200, Fort Lauderdale, Florida 33309

Phone (305) 735-8770 • Fax (305) 733-9220

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32311

P96000099782

800002023928--3
-12/09/96--01069--011
****122.50 ****122.50

GENTLEMEN:

ENCLOSED PLEASE FIND ARTICLES OF INCORPORATION FOR IS
RECORDS, INC. ALONG WITH OUR CHECK IN THE AMOUNT
OF \$122.50 TO COVER THE FILING COST OF THIS CORPORATI
IF YOU HAVE ANY QUESTIONS REGARDING THIS MATTER, PLEASE
CONTACT US AT THE ABOVE ADDRESS OR TELEPHONE NUMBER.

THANK YOU.

Lisa J. Darbro
LISA J. DARBRO

RECEIVED
STATE OF FLORIDA
TALLAHASSEE

96 DEC -9 PM 1:53

FILED

[Signature]

ARTICLES OF INCORPORATION

OF

ISOPHLUX RECORDS, INC.

FILED
96 DEC -9 PM 4:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ISOPHLUX RECORDS, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION IS A NATURAL PERSON, COMPETENT TO CONTRACT, ASSOCIATED TO FORM A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA: AND FURTHER AGREES TO THE FOLLOWING CONDITIONS OF SAID CORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION IS: ISOPHLUX RECORDS, INC.

ARTICLE II: NATURE OF BUSINESS

THE GENERAL NATURE OF THE BUSINESS AND THE OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED BY THE CORPORATION, AND THE POWERS AND PRIVILEGES TO BE EXERCISED BY IT SHALL INCLUDE ALL POWERS THAT ARE GIVEN TO THE BODIES CORPORATE UNDER THE STATUTES OF THE STATE OF FLORIDA, AND THE LAWS OF THE UNITED STATES, TOGETHER WITH ALL RIGHTS POWERS AND PRIVILEGES INCIDENT THERETO.

ARTICLE III: CAPITAL STOCK

THE CAPITAL STOCK OF THE CORPORATION SHALL CONSIST OF ONE HUNDRED (100) SHARES OF A PAR VALUE OF ONE (\$1.00) DOLLAR EACH, WHICH STOCK SHALL BE PAID FOR IN CASH, REAL OR PERSONAL PROPERTY OR IN SERVICES. THE VALUE OF EACH SUCH REAL OR PERSONAL PROPERTY OR SERVICES SHALL BE FIXED BY THE BOARD OF DIRECTORS OF SAID CORPORATION, AND THE STOCK SHALL BE ISSUED ON THE VALUE SO FIXED. ALL STOCK SHALL BE FULLY PAID FOR AND NON-ASSESSABLE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS IT BE
DISSOLVED BY ACTION OF LAW.

ARTICLE V: PLACE OF BUSINESS
INITIAL REGISTERED OFFICE
INITIAL REGISTERED AGENT

THE INITIAL REGISTERED OFFICE AND PLACE OF BUSINESS OF THIS CORPORATION
IN THE STATE OF FLORIDA IS:

PLACE OF BUSINESS

19220 SEAVIEW ROAD
TEQUESTA FLORIDA 33469

REGISTERED OFFICE

19220 SEAVIEW ROAD
TEQUESTA FLORIDA 33469

THE INITIAL REGISTERED AGENT IS:

SHAD T SCOTT
19220 SEAVIEW ROAD
TEQUESTA FLORIDA 33469

ARTICLE VI: DIRECTOR

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER
OF DIRECTORS MAY BE CHANGED FROM TIME TO TIME AS THE STOCKHOLDERS
DESIRE, IN ACCORDANCE WITH THE BY-LAWS HEREOF.

ARTICLE VII: INITIAL DIRECTORS

THE NAME AND STREET ADDRESS OF THE FIRST BOARD OF DIRECTORS IS AS
FOLLOWS:

NAME
SHAD T SCOTT

ADDRESS
19220 SEAVIEW ROAD
TEQUESTA FLORIDA 33469

ARTICLE VIII: SUBSCRIBERS

THE NAME AND STREET ADDRESS OF THE SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:

NAME
SHAD T SCOTT

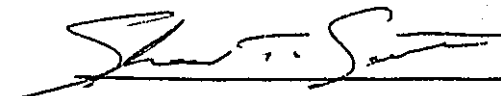
ADDRESS
19220 SEAVIEW ROAD
TEQUESTA FLORIDA 33469

ARTICLE IX: AMENDMENT

THESE 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 A MAJORITY OF THE STOCKHOLDERS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL THIS

26 DAY OF November, 1996

 (SEAL)

I, SHAD T SCOTT, UNDERSIGNED DO ACKNOWLEDGE THAT I AM
FAMILIAR WITH THE DUTIES AND RESPONSIBILITIES AS A REGISTERED AGENT FOR A
CORPORATION, AND AS SUCH, DO HEREBY ACCEPT AS REGISTERED AGENT FOR

ISOPHLUX RECORDS, INC.


----- (SEAL)

STATE OF FLORIDA

)

) ss:

COUNTY OF BROWARD

)

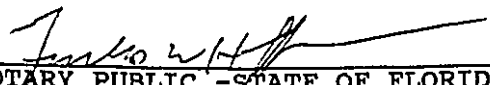
I HEREBY CERTIFY THAT ON THIS DATE, BEFORE ME, A NOTARY PUBLIC
DULY AUTHORIZED IN THE STATE AND COUNTY ABOVE NAMED TO TAKE
ACKNOWLEDGEMENTS, PERSONALLY APPEARED

SHAD T SCOTT

TO ME KNOWN TO BE THE PERSON DESCRIBED AS SUBSCRIBER IN AND WHO DID
EXECUTE THE FOREGOING ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL THIS 21st DAY OF

November, 1996.



NOTARY PUBLIC - STATE OF FLORIDA

MY COMMISSION EXPIRES:



FREDERICK W. HOFFMEIER
MY COMMISSION # CC332268 EXPIRES
December 18, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

I HEREBY CERTIFY THAT ON THIS DATE, BEFORE ME, A NOTARY PUBLIC,
DULY AUTHORIZED IN THE STATE AND COUNTY ABOVE NAMED TO TAKE
ACKNOWLEDGEMENTS, PERSONALLY APPEARED

SHAD T SCOTT

TO ME KNOWN TO BE THE PERSON DESCRIBED AS REGISTERED AGENT AND WHO
DID HEREBY ACCEPT AS REGISTERED AGENT.

WITNESS MY HAND AND OFFICIAL SEAL THIS 26th DAY OF
NOVEMBER, 1996.

Frederick W. Hoffmeier
NOTARY PUBLIC - STATE OF FLORIDA

MY COMMISSION EXPIRES:



FREDERICK W. HOFFMEIER
MY COMMISSION # CC332268 EXPIRES
December 18, 1997
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