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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-12/19/96--01072--012  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: AMERICAN BUDDIES' RECORD CORPORATION  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DOGAN M. BENGISU  
Name (Printed or typed)

4101 N. Ocean Blvd. #704  
Address

Boca Raton, FL 33431  
City, State & Zip

561 - 750 - 6944  
Daytime Telephone number

FILED  
96 DEC 19 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEC 24 1996

BSB

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
AMERICAN BUDDIES' RECORD CORPORATION**

**FILED**  
96 DEC 19 AM 11:33  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is AMERICAN BUDDIES' RECORD CORPORATION (hereinafter called the "Corporation").

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 2 East Camino Real, Suite 211F, Boca Raton, FL 33432.

**ARTICLE III - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Florida Business Corporation Act.

**ARTICLE IV - DURATION**

The Corporation shall have perpetual existence

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 100,000 shares of Common Stock, par value of \$1.00 per share.

**ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 4101 N. Ocean Blvd., Suite #704, Boca Raton, FL 33431 and the name of the initial registered agent of this corporation at that address is Dogan Bengisu.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Corporation shall have two directors. The names and addresses of the directors of the Corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
UĞUR TATLICI	224 West Coconut Palm Road Boca Raton, FL 33432	PRESIDENT and TREASURER
DOĞAN M. BENGİSU	4101 N. OCEAN BLVD. #704 Boca Raton, FL 33431	VICE PRESIDENT and SECRETARY

#### **ARTICLE VIII - SHAREHOLDER QUORUM AND VOTING**

A majority of the Shareholders of the Corporation shall constitute a quorum at a meeting of the Shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote shall be the act of the Shareholders.

#### **ARTICLE IX - ARTICLES OF INCORPORATION**

The power to adopt, alter, amend or repeal these Articles of Incorporation shall rest with the Shareholders at a Shareholders' meeting.

#### **ARTICLE X - BYLAWS**

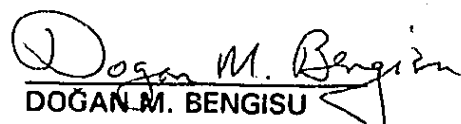
The power to adopt, alter, amend or repeal the bylaws of the corporation shall be vested in the Board of Directors.

#### **ARTICLE XI - INCORPORATOR**

The name and address of the persons signing these Articles of Incorporation are UĞUR TATLICI at 224 West Coconut Palm Road, Boca Raton, FL 33432 and DOĞAN M. BENGİSU at 4101 North Ocean Boulevard, Boca Raton, FL 33431.

The undersigned incorporators have executed these Articles of Incorporation on this 1st day of December, 1996.

  
UĞUR TATLICI

  
DOĞAN M. BENGİSU

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **AMERICAN BUDDIES' RECORD CORPORATION**
2. The name and address of the registered agent and office is:

**DOGAN M. BENGISU  
4101 N. Ocean Boulevard  
Boca Raton, FL 33431**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.]

*Dogan M. Bengisu*  
DOGAN M. BENGISU

12-1-96  
Date

**FILED**  
96 DEC 19 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA