

LAW OFFICES OF
DAVID R. GRACE

SOUTHERN BANK BUILDING

919 S.R. 436, Suite 230

ACTAMONT SPRINGS, FLORIDA 32714

PHONE: (407) 682-7544

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MAY 12, 1997

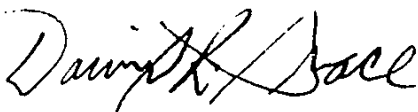
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed is our check in the amount of \$122.50 along with the Articles of Incorporation for Full Moon Records, Inc. Please forward a certified copy of these Articles to the address listed above.

Your assistance in this matter is appreciated.

Kind regards,



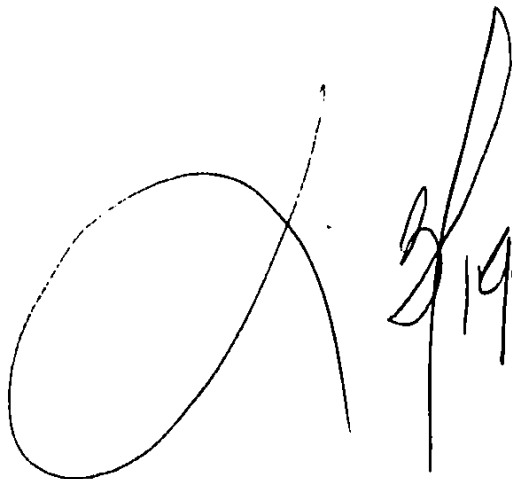
DAVID R. GRACE

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Enclosures

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****122.50 ****122.50



ARTICLES OF INCORPORATION

OF

FULL MOON RECORDS, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is FULL MOON RECORDS, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

Commencement of Corporate Existence

The corporate existence of Full Moon Records, Inc. shall commence upon the date of the subscription and acknowledgment of these Articles of Incorporation pursuant to Florida Statute 607.0203.

ARTICLE IV

Purpose

The purpose or purposes for which Full Moon Records, Inc. is organized are to engage in a general business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida Corporation Laws or by any other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district or possession of the United States, or any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country.

ARTICLE V

Authorized Shares

1. The aggregate number of shares that the corporation shall have the authority to issue is 7,500 authorized shares of capital stock with \$1.00 par value.

2. Initial Issue 1000 shares of the capital stock of the corporation shall be issued for cash at an initial price of \$1.00.

3. Stated Capital. The sum of the par value of all shares of capital stock of the corporation that had been issued shall be the stated capital of the corporation at any particular time.

4. Dividends. The holders of the outstanding capital stocks shall be entitled to receive, when and as declared by the shareholders, dividends payable either in cash, and property, or in shares of the capital stock of the corporation.

5. The shares of the corporation do not have to be divided into classes.

6. The corporation is not authorized to issue shares in series.

ARTICLE VI

Registered Agent

The initial street address in Florida of the initial registered agent of the corporation is David R. Grace, and the name of the initial registered agent at such address is 919 West S.R. 436, Suite 230, Altamonte Springs, FL 32714.

ARTICLE VII

Board of Directors

1. The initial Board of Directors shall consist of one director, who need not be a resident of the State of Florida or a shareholder of the corporation.

2. The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors have been elected and qualified, are as follows:

Brian Graham
2821 Sweet Springs Street
Deltona, Florida 32738

ARTICLE VIII

Incorporators

The names and addresses of the initial incorporators of Full Moon Records, Inc. are as follows:

Brian Graham
2821 Sweet Springs Street
Deltona, Florida 32738

ARTICLE IX

Shareholder Action

Majority vote of the stockholders of the corporation shall be required for any shareholder action.

ARTICLE X

Amendment of Articles Incorporation

The shareholders shall have the power to adopt, amend, alter, change, or repel the Articles Incorporation when proposed and approved at a stockholders meeting, with a vote of a majority of the stockholders of the corporation.

ARTICLE XI

Preemptive Rights


The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms, and conditions that shall be fixed by the board of directors, such as the shares of the stock of this corporation as may be issued for money, or any property or services, from time to time, and addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

ARTICLE XII

Cumulative Voting

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares, to distribute them among as many candidates as they may wish. Notice must be given by any shareholder to the president or vice-present of said corporation not less than 24 hours prior to the time set for the holding of the shareholders meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation on this 12th day of March, 1997.


BRIAN GRAHAM

STATE OF FLORIDA

COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 12th day of March, 1997 by Brian Graham, who is personally known to me x who has produced a driver's license as identification and who did take an oath.

(SEAL)

Natalie Jo Logan
NOTARY PUBLIC

My Commission Expires:



DESIGNATION AND ACCEPTANCE OF
REGISTERED AGENT FOR
FULL MOON RECORDS, INC.

In compliance with Section 48.091, Florida Statutes, the following is submitted

1. That Full Moon Records, Inc. desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business in Deltona has named David R. Grace located at 919 West S.R. 436, Suite 230, Altamonte Springs, Florida 32714 as its agent to accept service of process within Florida.

Date: 3/12/97

Bruce V. Elk
Incorporator

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.

Date: 3/12/97

David R. Grace
DAVID R. GRACE
Registered Agent