



THE UNITED STATES  
CORPORATION  
COMPANY

P97000050788

ACCOUNT NO. : 072100000032

REFERENCE : 421159 89365A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 9, 1997

ORDER TIME : 11:50 AM

ORDER NO. : 421159-015

CUSTOMER NO: 89365A

CUSTOMER: Christopher R. Qualmann, Esq  
CHRISTOPHER R. QUALMANN, ESQ

924 Delaney Avenue  
Orlando, FL 32806

ALLIANCE, FLORIDA  
JUN-9 PM 3:18

DOMESTIC FILING

RECEIVED

97 JUN -9 PM 2:51

DIVISION OF CORPORATION

NAME: DA'JAMS RECORDS, INC.

EFFECTIVE DATE:

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-06/09/97--01150--007  
\*\*\*\*122.50 \*\*\*\*122.50

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS: \_\_\_\_\_

84 JUN -9 1997

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**ARTICLES OF INCORPORATION  
OF  
DA'JAMS RECORDS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be DA'JAMS RECORDS, INC.

**ARTICLE II**

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any on time is 1000 shares at \$.01 per share. All such shares shall be of a single class, designated as common.

**ARTICLE IV**

Each holder of common shares shall have one vote for each share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election for directors, the shareholders shall be entitled to cast votes using the cumulative method of voting for directors.

**ARTICLE V**

The corporation elects to have preemptive rights.

**ARTICLE VI**

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permit by the Florida Business Corporation Act.

#### ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (607.0901 through 607.0903) shall not be applicable to this corporation.

#### ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

#### ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two (2) directors who will hold the office of President, Vice President, Secretary, and Treasurer of the corporation and whose name and address is as follows:

President: James Hines  
1176 Camas Avenue NW  
Palm Bay, Florida 32907

Vice President: Darlene Hines  
1176 Camas Avenue NW  
Palm Bay, Florida 32907

#### ARTICLE X

The initial registered agent of the corporation is Darlene Hines. The street address of the corporation's initial registered office is 1176 Camas Avenue NW, Palm Bay, Florida 32907.

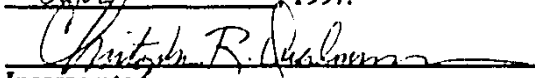
#### ARTICLE XI

The principle place of business and mailing address of this corporation shall be 1176 Camas Avenue NW, Palm Bay, Florida 32907.

#### ARTICLE XII

The name and address of the incorporator to these Articles of Incorporation is Christopher R. Qualmann, Esquire 924 Delaney Avenue, Orlando, Florida 32806.

The undersigned incorporator has executed these Articles of Incorporation this 6<sup>th</sup> day of JUNE 1997.

  
Incorporator

**CONSENT TO SERVE AS REGISTERED AGENT  
FOR  
DA'JAMS RECORDS, INC.**

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date: May 30, 1997

*Dakene Lewis*  
Signature of Registered Agent [INCLUDE TITLE IF  
SIGNING FOR CORPORATE REGISTERED AGENT]

ALL/AMERICAN FLORIDA

5/31/97 11:10