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THOMAS W. FRANCHINO  
ALSO ADMITTED IN MINNESOTA

M. JEAN RAWSON  
CERTIFIED FAMILY LAW MEDIATOR  
CERTIFIED COUNTY MEDIATOR  
ALSO ADMITTED IN INDIANA

SUITE 302  
1250 NORTH TAMiami TRAIL  
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OHIO TELECOPIER  
(419) 531-0858

August 11, 1997

Divisions of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Clerk:

I have enclosed for filing an original plus one copy of the Articles of Incorporation of Go West Music, Inc. and the Designating and Acceptance of Registered Agent. Also enclosed is a check in the amount of \$122.50 representing your fees for filing and certified copies.

Thank you for your assistance in this matter.

Sincerely,

*Tonya M. Ward*

Tonya M. Ward  
Paralegal to Thomas W. Franchino

FILED  
97 AUG 14 PM 12:05  
TALLAHASSEE, FLORIDA

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08/14/97-01038--004  
\*\*\*\*122.50 \*\*\*\*122.50

*Handwritten signature*

ARTICLES OF INCORPORATION  
OF  
GO WEST MUSIC, INC.

FILED  
97 AUG 14 PM 12:09  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, Troy Feltis, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation is Go West Music, Inc. The principal office and mailing address of the corporation is 16323 South Tamiami Trail, Ft. Myers, Florida 33908.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, commencing upon the date of filing of these Articles.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 7500 shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1250 North Tamiami Trail, Suite 302, Naples, Florida 34102, and the name of the initial registered agent of the Corporation at that address is

Thomas W. Franchino. The Directors of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

ARTICLE VI

DIRECTORS

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for the term provided in the By-Laws or until their successors have been duly elected and qualified.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The following shall constitute the initial Board of Directors of this Corporation:

Troy Feltis located at 27911 Hacienda East Blvd., #217B, Bonita Springs, FL 34135.

ARTICLE VIII

INCORPORATORS

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Troy Feltis	27911 Hacienda East Blvd., #217B, Bonita Springs, FL 34135

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

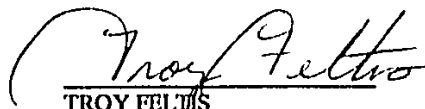
ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this

7th day of August, 1997.

  
TROY FELTIS

STATE OF FLORIDA  
COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above,  
personally appeared TROY FELTIS, known to me and known by me to the person(s) who executed the foregoing  
Articles of Incorporation, and he acknowledge(d) before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and  
County aforesaid, this 7th day of August, 1997.



ASTRID BOUCK  
MY COMMISSION # CC329692 EXPIRES  
November 11, 1997  
(SEAL) TROY FAIR INSURANCE, INC.

*Astrid Bouck*  
NOTARY PUBLIC  
State of Florida at Large

My commission expires:

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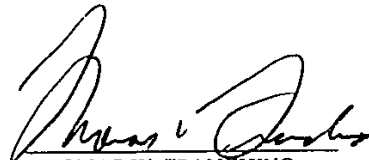
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That Go West Music, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Lee County, State of Florida, has named Thomas W. Franchino located at 1250 North Tamiami Trail, Suite 302, Naples, Florida 34102, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
THOMAS W. FRANCHINO 01/7/97

T:\WP50\CORP\453201\DESIGNAT

FILED  
97 AUG 16 PM 12:09  
SECRET  
TALLAHASSEE