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August 14, 1997

Sent Via Federal Express

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: *Broken Sound Records, Inc.*

300002271019--9  
-08/19/97--01038--002  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Division of Corporations:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced corporation.

Also enclosed is a check made payable to the Secretary of State in the amount of \$122.50 to cover the filing fee. Please return a certified copy of these Articles to the above address as soon as the originals have been filed.

Thank you. If you have any questions, kindly contact the undersigned.

Very truly yours,

**BARBIERI & SCRENCI, P.A.**



Stephen W. Screnci  
For the Firm

SWS:m  
Enclosures

FILED  
97 AUG 19 PM 3:47  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

JM-8/20/97

# Articles of Incorporation of Broken Sound Records, Inc.

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

FILED  
 97 AUG 19 PM 3:47  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

## ARTICLE I NAME

The name of the corporation shall be **Broken Sound Records, Inc.**

## ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

## ARTICLE III CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

## ARTICLE IV PRINCIPAL ADDRESS AND REGISTERED OFFICE AND ADDRESS

The principal address and the initial registered office of the corporation is **1225 Broken Sound Parkway, Suite C, Boca Raton, Florida 33496** and the name of the initial registered agent of the corporation at that office is **William S. Race**.

**ARTICLE V**  
**TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI**  
**CUMULATIVE VOTING**

All shareholders are entitled to cumulate their votes for directors.

**ARTICLE VII**  
**PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

**ARTICLE VIII**  
**BOARD OF DIRECTORS & DESIGNATION OF INITIAL DIRECTOR**

The name and address of the initial director of the corporation is **William S. Race of 1225 Broken Sound Parkway, Suite C, Boca Raton, Florida 33496.**

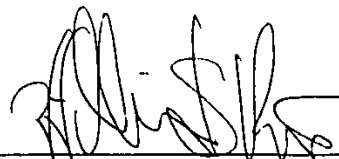
**ARTICLE IX**  
**BY-LAWS**

The initial By-Laws of the corporation shall be adopted by vote of the directors of the corporation. Thereafter, the By-Laws of the corporation may be amended, modified or repealed as provided by the By-Laws.

**ARTICLE X**  
**SUBSCRIBER**

The name and street address of the subscribers to these Articles of Incorporation is **William S. Race** of **1225 Broken Sound Parkway, Suite C, Boca Raton, Florida 33486**. 87

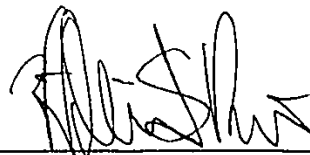
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 14th day of August, 1997.



**William S. Race**

**ACCEPTANCE OF REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



**William S. Race, Registered Agent**

**FILED**

**97 AUG 19 PM 3:47**

**DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA**

 LOUISE M. TAYLOR  
MY COMMISSION # CC 381652  
EXPIRES: July 15, 1998  
Bonded Thru Notary Public Underwriters