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September 12, 1997

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

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-09/26/97--01087--021
****122.50 ****122.50

Dear Sir/Madam:

Please find enclosed the following:

1. An original and one (1) copy of the Articles of Incorporation for **IV LIFE RECORDS, INC.**, as well as the Certificate of Designation Registered Agent/Registered Office.

Also, please find enclosed my check in the amount of \$122.50 which covers the filing fee of \$35.00, Designation of Registered Agent fee of \$35.00 and \$52.50 for the Certified Copy of the Articles of Incorporation.

Should you have any questions please feel free to contact this office. Thanking you in advance for your assistance in this matter, I remain

Very truly yours,

MARK A. GAGER

MAG/bjd

Enclosures - As Indicated

FILED
97 SEP 26 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 9/29/97

ARTICLES OF INCORPORATION

OF

IV LIFE RECORDS, INC.

FILED

97 SEP 26 PM 12:02

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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 - NAME

The name of the corporation shall be: **IV LIFE RECORDS, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**2986 Barkway Drive
Cocoa, Florida 32926**

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: one hundred (100) shares of common stock, and each share having no par value.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:


**RICHARD BURNELL KIMBROUGH
2986 Barkway Drive
Cocoa, Florida 32926**

ARTICLE VI - INCORPORATORS

The names and street addresses of the incorporator to these Articles of Incorporation are:

Twerner Lamon Graham-Johnson	2986 Barkway Drive Cocoa, Florida 32926
Mallory Deuntay Graham-Johnson	2600 Clearlake Road, # 4-C Cocoa, Florida 32926
Richard Burnell Kimbrough	2986 Barkway Drive Cocoa, Florida 32926

The undersigned incorporator has executed these Articles of Incorporation this 23 day
of September, 1997.


TWERNER LAMON GRAHAM-JOHNSON
President

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office, in the State of Florida:


1. The name of the corporation is:

IV LIFE RECORDS, INC.

2. The name and address of the Registered Agent and Registered Office is:

RICHARD BURNELL KIMBROUGH, Registered Agent,
2986 Barkway Drive
Cocoa, Florida 32926

SUBSCRIBED to this 12th day of September, 1997.


RICHARD BURNELL KIMBROUGH
Secretary
Registered Agent

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 PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

SUBSCRIBED to this 12th day of September, 1997.


RICHARD BURNELL KIMBROUGH

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA