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MARSTON RECORDING CORP.
2150 PRINCETON STREET
SARASOTA, FL. 34237

City/State/Zip Phone #

500002317195--7
-10/10/97--01043--010
****122.50 ****122.50
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) (Document #)
- 2. _____ (Corporation Name) (Document #)
- 3. _____ (Corporation Name) (Document #)
- 4. _____ (Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 10 AM 9:21

Examiner's Initials

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
TONHAUGH PUBLISHING, INC.

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

I

the name of the corporation shall be tonhaugh publishing, inc.

II

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own businesses, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

B. To publish, sub-publish, co-publish or administrate musical copyrights and to license and own said copyrights and to deal in every manner and fashion in the music publishing industry and all related fields.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of \$1.00 par value.

IV

The amount of capital with which this corporation shall begin business shall be \$500.00.

V

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be located at: 2150 Princeton Street, Sarasota.

The names and addresses of the first board of directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
RALSTON HAUGHTON	2150 PRINCETON STREET SARASOTA, FLORIDA	PRESIDENT
MARGARET HAUGHTON	2150 PRINCETON STREET SARASOTA, FLORIDA	SECRETARY

IX

The registered agent and the registered office for this corporation are: RALSTON HAUGHTON, 2150 Princeton Street, Sarasota, Florida

X

The name and address of the subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$500.00, the amount of capital with which this corporation shall begin business, are as follow:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
RALSTON HAUGHTON	2150 Princeton Street Sarasota, Florida	500

XI

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
RALSTON HAUGHTON	2150 Princeton Street Sarasota, Florida	President

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
RALSTON HAUGHTON	2150 Princeton Street Sarasota, Florida	President
MARGARET HAUGHTON	2150 Princeton Street Sarasota, Florida	Secretary

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the majority of all shares of the stockholder, or when there are two or more

TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

XIII

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law.

pertaining thereto.



RALSTON HAUGHTON

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these Articles of Incorporation.



RALSTON HAUGHTON

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STATE OF FLORIDA)
COUNTY OF SARASOTA)

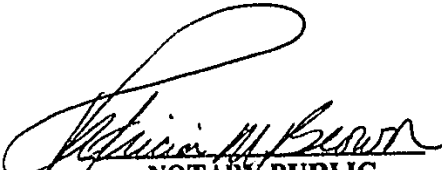
I hereby certify that on this day personally appeared:
RALSTON HAUGHTON, to me well known to be the same described in and who executed these Articles of Incorporation, and acknowledged the Articles to be the act and deed of the subscriber(s) and that the facts set forth therein are true.

WITNESS my hand and seal at Sarasota County, Florida, this 8th day of
October 1997.

My commission Expires:



PATRICIA M. BROWN
COMMISSION # CC 415608
EXPIRES DEC 3, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.



NOTARY PUBLIC