

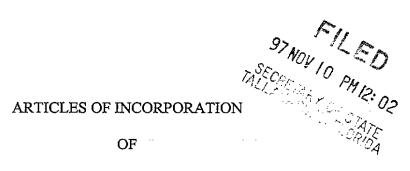
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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Examiner's Initials

CR2E031(1/95)



PASTEL MUSIC, 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 is:

PASTEL MUSIC, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The aggregate number of shares that this corporation shall have authority to issue shall be One Thousand (1,000) Common shares, all of which shall be without par value.

ARTICLE IV

The street address of the initial registered office of this corporation shall be 7510 Park Promenade, #2013, Winter Park, Florida 32792, and the name of the initial registered agent of this corporation at such address is Kyle Cook.

ARTICLE V

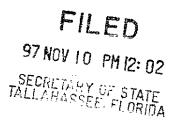
The principal place of business and mailing address of this corporation shall be 7510 Park Promenade, #2013, Winter Park, Florida 32792.

The undersigned incorporator has executed these Articles of Incorporation this 3rd day of November, 1997.

Fred Larison

307 Hamilton Street

Albany, New York 12210



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

In compliance with the provisions of Section 607.0501, Florida Statutes, PASTEL MUSIC, INC., organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

FIRST:

The name of the corporation is:

PASTEL MUSIC, INC.

SECOND:

The name and address of the registered agent and office is:

Kyle Cook 7510 Park Promenade #2013 Winter Park, Florida 32792

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 provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 5144 day of November

, 1997

Kyle Cook

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