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*Law Offices Of*  
*Ehrlich and Samis*  
4699 Central Avenue, Suite 102  
St. Petersburg, Florida 33713

*Charles W. Ehrlich*  
*Scot E. Samis*

*Telephone*  
*(813) 321-4700*  
*Facsimile 323-8286*

November 4, 1997

Florida Department of State  
Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-11/07/97--01055--006  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Faith Out Loud Music, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for Faith Out Loud Music, Inc., and a check in the amount of \$122.50 which includes the filing fee and a certified copy. Please return the Articles to this office after filing. Thank you.

Very truly yours,



Scot E. Samis

SES/mmb  
Enclosure

FILED  
97 NOV -7 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TM-11/12/97

ARTICLES OF INCORPORATION  
OF

FAITH OUT LOUD MUSIC, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

FAITH OUT LOUD MUSIC, INC.

The principal place of business of this corporation shall be 3034 - 59th Street, Sarasota, FL 34243.

ARTICLE II. NATURE OF BUSINESS

Music composition, publishing, performance, and related products and services and to engage or transact in any or all lawful activities or business permitted under the laws pertaining to corporations in the State of Florida or the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 3034 - 59th Street, Sarasota, FL 34243, and name of the initial registered agent of the corporation at that address is Edward Cheetham.

ARTICLE V. TERM OF EXISTENCE

This corporation is to begin immediately and exist perpetually.

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TALLAHASSEE, FLORIDA

#### ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporators that the corporation will elect to be taxed as an S corporation under the terms of Sections 1361, et seq., Internal Revenue Code of 1986. Initial stock shall be designated as section 1244 stock.

#### ARTICLE VII. DIRECTORS

This corporation shall have two directors, initially. The names and street addresses of the initial members of the Board of Directors is:

Edward Cheetham  
3034 - 59th Street  
Sarasota, FL 34243

Frederick Francis  
P. O. Box 9446  
Bradenton, FL 34206

#### ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Edward Cheetham, President  
3034 - 59th Street  
Sarasota, FL 34243

Frederick Francis, Secretary  
P. O. Box 9446  
Bradenton, FL 34206

#### ARTICLE IX. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:


Edward Cheetham  
3034 - 59th Street  
Sarasota, FL 34243

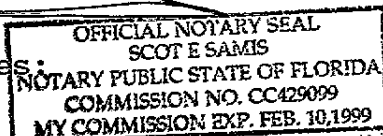
IT WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 3 day of November, 1997.

  
EDWARD CHEETHAM

STATE OF FLORIDA  
COUNTY OF PINELLAS

3 The foregoing instrument was acknowledged before me this day of November, 1997.

  
Notary Public  
My Commission expires:



CERTIFICATE OF DESIGNATING REGISTERED AGENT

FAITH OUT LOUD MUSIC, INC., a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has named Edward Cheetham, with street address at 3034 - 59th Street, Sarasota, FL 34243, as its agent to accept service of process within this State.

  
EDWARD CHEETHAM, Subscriber

Dated: 11-3-97

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity this 3 day of November, 1997.

  
EDWARD CHEETHAM