

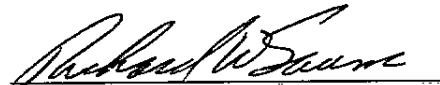
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SECRETARY OF CORPORATIONS
98 JAN 28 PM 1:15

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

SUBJECT: FABRIC RECORDS, INC.

I enclose an original and 1 copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.


Richard W. Saum, Vice- President

From: Richard W. Saum
1432 St. Johns Bluff Rd.
Jacksonville, Florida 32211
(904) 720-0082

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1-29-98
WS

ARTICLES OF INCORPORATION

OF

FABRIC RECORDS, INC..

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 28 PM 1:15

ARTICLE I NAME

The name of the corporation shall be:

FABRIC RECORDS, INC.

ARTICLE II PRINCIPAL OFFICE

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

1432 ST. JOHNS BLUFF RD.
JACKSONVILLE, FL. 32211

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES (1,000)

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

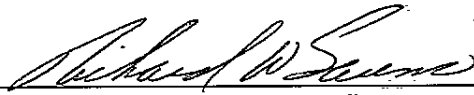
Richard W. Saum
1432 St. Johns Bluff Rd.
Jacksonville, Fl. 32211

ARTICLE V INCORPORATOR

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

Richard W. Saum
1432 St. Johns Bluff Rd.
Jacksonville, Fl. 32211

The undersigned has executed these Articles of Incorporation
this 26 th day of JANUARY , 1998

A handwritten signature in cursive script, appearing to read "Richard W. Saum", is written over a horizontal line.

Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Persuant to the provisions 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 office/registered agent, in the state of Florida.

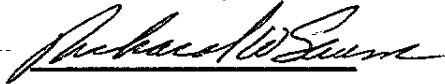
1. The name of the corporation is:

FABRIC RECORDS, INC.

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

Richard W. Saum
1432 St. Johns Bluff Rd.
Jacksonville, Fl. 32211

Signature:



Title:

Executive Vice-President

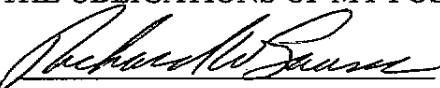
Date:

1-26-98

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 28 PM 1:15

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

Signature:



Date:

1-26-98