

P980000010913
Ashling M. Roche, P.A.
Attorney at Law

Phone (954) 630-8024
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January 30, 1998

Department of State
Division of Corporations
PO Box #6327
Tallahassee, FL 32399

Re: Orange Records, Inc.

000002418760--1
-02/02/98--01088--004
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find two copies of the Articles of Incorporation for the above referenced corporation and a check in the amount of One Hundred Twenty Two Dollars and Fifty Cents. Please provide me with a certified copy of the Articles.

Please contact the undersigned if further information is required.

Sincerely,

Elizabeth Pace

Elizabeth A. Pace
Ashling M. Roche, P.A.

Enclosures (3)
EAP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 04 1998

ARTICLES OF INCORPORATION
OF
ORANGE RECORDS, INC.

The undersigned, acting as incorporators of a corporation under the laws of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of this corporation is ORANGE RECORDS, INC.

ARTICLE TWO

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, and may do any and all things in a corporate capacity permitted under and not inconsistent with Chapter 607 of the Florida Statutes regarding corporations for profit.

ARTICLE THREE

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000 (ten thousand) shares of common stock of the par value of .01 (one cent) per share.

These shares shall carry preemptive rights.

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TALLAHASSEE, FLORIDA

ARTICLE FOUR

The amount of capital with which the corporation will begin business will not be less than \$500.00 (five hundred) dollars.

ARTICLE FIVE

The corporation shall have perpetual existence.

ARTICLE SIX

The initial street address of the principal office of the corporation will be:
1729 East Commercial Blvd., Suite 349, Fort Lauderdale, Florida 33334.

ARTICLE SEVEN

The number of directors will not be less than one.

ARTICLE EIGHT

The members of the first Board of Directors are to be determined at the first organizational meeting.

ARTICLE NINE

The names and street addresses of each subscriber to the Articles of Incorporation are:

1. Matthew John Colias 1729 East Commercial Blvd., Suite 349
Fort Lauderdale, Florida 33334.

ARTICLE TEN

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or to adopt new bylaws shall be vested in the Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the laws of the State of Florida or this Articles of Incorporation.

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which one or more of its directors are members or employees, or in which they are interested, or between the corporation any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification.

ARTICLE ELEVEN

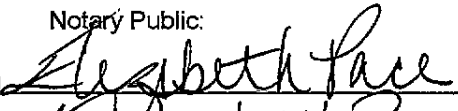
The registered agent for the corporation shall be Ashling M. Roche, P.A.. The place designated for service of process shall be 2701 East Sunrise Boulevard, Suite #310, Ft. Lauderdale, FL 33304.

WE, THE UNDERSIGNED, being all of the original subscribers to this Articles of Incorporation, do hereby make, subscribe, acknowledge and file this Articles of Incorporation, do hereby make, subscribe, acknowledge and file this Articles and certify that the facts stated herein are true, and have hereunto set our hand and seals this 29th day of January, 1998.


Matthew John Colias

STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 29th day of January, 1998 by Matthew John Colias. He is personally known to me or has produced _____ as identification and did/did not take an oath.

Notary Public:
sign 
print Elizabeth Pace
State of Florida at Large (Seal)
My Commission Expires: 2000



Elizabeth Pace
My Commission CC588932
Expires Sep. 29, 2000

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

Orange Records, Inc.

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

Ashling M. Roche, P.A..

2701 East Sunrise Boulevard, Suite 310

Fort Lauderdale, Florida 33304.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature


(Registered Agent)

Date

1/29/98

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TALLAHASSEE, FLORIDA