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CHARLES PERRY, Attorney

1100 Cleveland St., Suite 900
Clearwater, Florida 34615
(813) 442-9330
Fax 461-1872

January 29, 1998

March 12, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: GARY RELKEN & ASSOCIATES, INC.

Dear Sir:

We do not need certified copy of the enclosed Articles of Incorporation; however, \$ 8.50s enclosed for a certificate of status.

Please stamp the filing information on the enclosed copy and return it to our office with a certificate of status.

Please note that the designation of registered agent is contained in the articles themselves.

Thank you for your assistance in this matter.

Very truly yours,

Charles Perry
Charles Perry

CP/JR
Enc.

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EFFECTIVE DATE
3-12-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 AM 10:24

3-17-98
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ARTICLES OF INCORPORATION
OF
GARY RELKEN & ASSOCIATES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 AM 10:24

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

1. The name of the corporation is GARY RELKEN & ASSOCIATES, INC.

2. The period of its duration is perpetual.

3. The purpose of the corporation is to engage in a video and CD brokerage; music performance and recording; consulting; and to engage in any businesses or activities which are permitted under the laws of the United States and the State of Florida.

4. The corporation shall have authority to issue 10,000 shares of one dollar par value common stock.

5. The address of the corporation's initial registered office is 1100 Cleveland Street, Clearwater, FL 33755.

The name of the registered agent at such address is Charles Perry

6. The principal office of the corporation is located at 1610 North Myrtle Avenue, Clearwater, Florida 33755.

7. The number of directors constituting the initial Board of Directors is two, whose names and addresses are: Gary Relken and Nancy Relken, both of 1824 Audrey Drive, Clearwater, Florida 33759.

8. The name and address of the incorporator is Charles Perry, 1100 Cleveland Street, #900, Clearwater, Florida 33755.

EFFECTIVE DATE
3-12-98

9. The Board of Directors shall have authority to adopt a printed seal and printed stock certificates for the use of the corporation.

10. The corporation shall indemnify each director to the fullest extent permitted by law.

11. Corporate existence shall begin on March 12, 1998.

12. All corporate business transacted since January 1, 1998 is hereby ratified and confirmed as business of this corporation.

Charles Perry
Charles Perry, Incorporator

STATE OF FLORIDA)
) S.S.
COUNTY OF PINELLAS)

Before me, the undersigned authority, personally appeared Charles Perry, well known to me to be the person described in and who subscribed the forgoing Articles of Incorporation and did free and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Clearwater, in the county and state aforesaid on

March 12, 199 8

Kathy Baird
NOTARY PUBLIC
KATHY BAIRD

My commission expires: Notary Public, State of Florida
My Commission Expires, Jan. 11, 2002

Personally Known X OR Produced Identification
Comm. No. CC707345

Type of Identification Produced

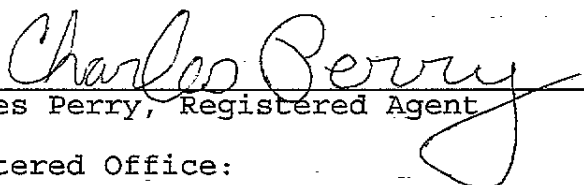
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

In compliance with Section, 48.901, Florida Statutes, the following is submitted:

1. GARY RELKEN & ASSOCIATES, INC. has named Charles Perry as its agent to accept service of process within Florida. The designation is contained in the Articles of Incorporation of such corporation.

2. Having been so named to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

DATED at Clearwater, Florida on March 12, 1998.


Charles Perry, Registered Agent

Registered Office:

1100 Cleveland Street, Suite 900
Clearwater, FL 33755

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