

EMAX RECORDS
A SUBSIDIARY OF

EMAX Entertainment, Inc.

4785 S. Orange Avenue Orlando • Orlando, FL 32806 • Telephone 407-859-7525 •

Fax 407-859-9351

P98000028221


March 25, 1998
Division of Corporations
Att: Ms. Beth Register

100002471651--5
-03/30/98--01007--009
*****70.00 *****70.00

Dear Ms. Register,

Thank you for your attention to this matter. Would you please forward the stamped filed copy of these articles back to our office by overnight carrier. I have enclosed an addressed airborne package for you to use in overnighting the documents to our office.

Warmest Regards,


Roxanna Weber
CFO/Sec.

FILED
98 MAR 26 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Roxanna GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article V
DATE 3-26-98
DOC. EXAM BR

B. REGISTER MAR 26 1998

**Articles of Incorporation
for EMAX Entertainment, Inc.**

FILED
98 MAR 26 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1

1.1 The name of this corporation is EMAX Entertainment, Inc.

Article 2

2.1 The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the Florida Corporations Code.

Article 3

3.1 The corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is One million shares.

Article 4

4.1 The liability of the officers and directors of this corporation for monetary damages will be eliminated to the fullest extent permissible under Florida law.

This corporation is authorized to provide indemnification of agents for breach of duty to the corporation and its shareholders through bylaw provisions or through Agreements with the agents, or through shareholder resolutions, or otherwise, in excess of the indemnification otherwise permitted by Florida law.

Article 5

5.1 The name and address in the State of Florida of this corporation's initial agent for service of process is: Roxanna Weber - 4785 S. Orange Avenue Florida 32806. This is also the principal office of the corporation.

EMAX Entertainment, Inc.
4785 S. Orange Avenue
Orlando, Florida 32806
407- 859-7525

In witness of this, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation this January 12, 1998.

Incorporator's Name: Roxanna Weber 2293 King Edwards Court Orlando FL
Matthew Weber 2263 ing Edwards Court Orlando FL 32835

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

Incorporator's Name:


Roxanna Weber

Incorporator's Name:


Matthew Weber

Resident Agent:


Roxanna Weber

