EMAX RECORDS A SUBSIDIARY OF TOWN A V. Francis Property P

4785 S. Orange Avenue Orlando • Orlando, FL. 32806 • Telephone 407-859-7525 • Fax 407-859-9351

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 ofice 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.

98 HAR 26 PM 1: 06
SECRETARY OF STATE
SECRETARY OF STATE

ADVANNA GAVE
AUTHORIZATION BY PHONE TO
CORRECT_Utile T
DATE 3-26-98
DOC. EXAM_BR

R MESISTER MAR 2 6 1998

Articles of Incorporation for EMAX Entertainment, Inc.

TASECRETARY OF STATE

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.

1.11

Incorporator's Name: Matthew Water

Resident Agent: ASXW Va When

Roxanna Weber

EMAX Entertainment Inc. AVAVAVAVAVAVAVAVAVAVAVAVAV

4785 S. Orange Avenue Orlando • Orlando, FL. 32806 • Telephone 407-859-7525 • Fax 407-859-9351

March 23, 1998

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the Laws of Florida, submits the following statement in designating the Registered office/Registered Agent, in the State of Florida

the Name of the Corporation is EMAX Entertainment, Inc.

the name of the address of the registered agent of the office is:

Roxanna Weber 4785 S. Orange Avenue Orlando, Florida 32806 407-859-7525

Having been named as the 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 of 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 o my duties, and I am familiar with and accept the obligations of my position as registered agent.

Roxanna Weber

With

98 MAR 26 PM 1:07 SECRETARY OF STATE ALL AHASSEF, FLORIF