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CAROLYN THOMAS

ACCOUNTING - TAXES - MANAGEMENT CONSULTING

Telephone (407) 359-9673

April 10, 1998

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314
(904) 478-6052

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-04/14/98--01033--011
****122.50 ****122.50

Re: Filing of Articles of Incorporation for DIVA Records, Inc. --

Dear Sirs:

Please find enclosed an original and 1 copy of the Articles of Incorporation for filing. Also, enclosed is a check in the amount of \$122.50 (One hundred twenty-two & 50/100 Dollars) to cover the filing fees and costs associated with this submittal, as well as a stamped, self-addressed envelope.

Please return to me one of the conformed copies of the Articles of Incorporation in the enclosed stamped, self-addressed envelope.

If you have any questions or require additional information, please write or call me at (407) 359-9673.

Regards,

Carolyn J. Thomas

Carolyn J. Thomas

Enclosure:

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of incorporation.

ARTICLE I

The name of the corporation shall be:

DIVA RECORDS, INC.

ARTICLE II

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

3365 Bellington Drive
Orlando, FL 32835

ARTICLE III

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

500 shares

ARTICLE IV

The name and address of the initial registered agent is:

Donna M. Wright

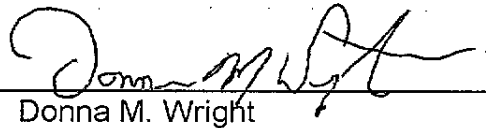
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ARTICLE V

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

Donna M. Wright
3365 Bellington Drive
Orlando, FL 32835

The undersigned incorporator has executed these Articles of Incorporation this
10th day of April, 1997



Donna M. Wright

SAVED AS: DM-ARTI.WPS

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATION THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

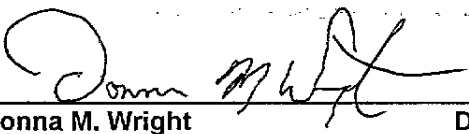
1. The name of the corporation is: DIVA RECORDS, INC.

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

Donna M. Wright
3365 Bellington Drive
Orlando, FL 32835

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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.


Donna M. Wright _____ Date _____