P98000038662

April 19, 1998

Secretary of State Division of Corporations PO Box 6327 Tallahassee, Florida 32314

600002501246- -3 -04/27/98--01071--018 ****122.50 ****122.50

Re: MUSIC MANIA, Inc.

Dear Sir:

Enclosed please find herewith the original and one copy of the Articles of Incorporation of the above captioned proposed corporation.

Further, please find enclosed cashiers check in the amount of \$122.50 to cover the incorporation fees.

Should there be any need to contact me, I can be reached during the day at (941)364-8912. Your kind and early attention hereto would be greatly appreciated.

Very truly yours,

Joe Steinbach 1202 50th Street E. Bradenton, FL 34208

enclosures:

- 1. Articles of Incorporation
- 2. Designation of Registered Agent
- 3. Cashiers check in the amount of \$122.50

98 APR 27 AH 9: 4:
SECRETARY OF STAT

FILED

ARTICLES OF INCORPORATION

OF

98 APR 27 AM 9:49

SECRETARY OF STATE TALLAHASSEE, FLORIDA

MUSIC MANIA, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of privileges and immunities of corporation for profit.

ARTICLE I

The name of the corporation shall be:

MUSIC MANIA, Inc.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III

The amount of authorized capital stock of this corporation shall be:

one hundred thousand shares (100,000)

at a par value of: \$00.01 (one cent per share)

ARTICLE IV

The amount of capital with which this corporation will begin business shall not be less than:

One thousand Dollars (\$1,000.00)

ARTICLE V

The term for which this corporation shall exist is perpetual.

ARTICLE VI

The place of business of this corporation shall be:

5917 Manatee Ave. W. Suite 603 Bradenton, Florida 34209

The principal office of this corporation shall be:

1202 50th Street E. Bradenton, Florida 34208

and it may have such other places of business in the State of Florida that the nature and progress of the business from time to time shall render necessary or desirable. Said corporation shall also have the power to conduct its business outside the State of Florida and/or in any and all the several states and territories and districts of the United States, and in any and all foreign countries, and may have one or more offices, in any of the said places of business.

ARTICLE VII

The business of said corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1) member, nor more than nine (9) members, as the same may be provided by the By-Laws of the corporation, and the following Officers, to wit:

- a President,
- a Vice-president
- a Secretary/Treasurer,

and such other Officers as the Board of Directors may elect. The members of said Board of Directors shall be elected at the annual meeting of the stockholders of said corporation, and the Officers shall be elected by the Board of Directors at a meeting to be held immediately after the adjournment of that annual stockholders meeting. Upon the first meeting of the stockholders herein provided for and until their successors shall be duly elected and qualified, the business of the corporation shall be transacted by the following Officers together with the after named Board of Directors:

President

-Joe Steinbach

Vice-president

-Wendi Steinbach

Secretary/Treasurer

-Wendi Steinbach

ARTICLE VIII -

The names and Post Office addresses of the first Board of Directors, who subject to the provisions of these articles for the first year of the corporations existence or until their successors are duly elected and qualified are:

Member and Interim Chairperson

Joe Steinbach

1202 50th Street E.

Bradenton, Florida 34208

Other Members

ARTICLE IX

The annual meeting of the stockholders of this corporation shall be fixed by the By-Laws.

ARTICLE X

The names and places of residence of the incorporators of this corporation and the amount of shares of stock subscribed for by each are as follows:

Names and Addresses Number of Shares Amount
Joe Steinbach and Wendi Steinbach, JTWROS
1202 50th St. E,

Bradenton, Florida 34208

the proceeds of which will amount to at least \$1,000 (one thousand dollars)

ARTICLE XI

The members of the Board of Directors, or an Executive Committee shall be deemed present at a meeting of such board or Committee if a conference telephone, or similar communication equipment by means of which all persons participating in the meeting can hear each other, is used.

IN WITNESS THEREOF, we have hereunto subscribed our hands and seals this 19 day of April , 1998

Joe Steinbach, President

Wendi Stanbach (SEAL

Wendi Steinbach, Secretary/Treasurer

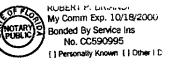
STATE OF FLORIDA)

: \$5

COUNTY OF MANATEE.)

ON THIS DAY, personally appeared before me, the undersigned authority duly authorized to administer oaths, Joe Steinbach and Wendi Steinbach, to me well known to be the persons described herein and who executed the above and foregoing proposed Corporate charter and they acknowledged that they executed the same for the purpose therein expressed. IN WITNESS THEREOF, I have hereunto set my hand and seal at City of Bradenton, County of Manatel this in day of April 1998. A.D.

Robert Brun (SEAL) NOTARY PUBLIC



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DESIGNATION OF REGISTERED AGENT

98 APR 27 AM 9:49

In pursuance of Chapter 48.091, Florida Statutes, following is submitted, in compliance with said act:
MUSIC MANIA, INC.

TALLAHASSEE. FLORIDA

desiring to operate under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Bradenton, County of Manatee, State of Florida.

has named: Joe Steinbach

located at 1202 50th Street E.

Bradenton, County of Manatee

State of Florida, 34208

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping said office open.

Joe Steinbach

Registered Agent

April 19, 1998