FILED SECRETARY OF STATE INISION OF CORPORATIONS

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahussee, Florida 32302 (850) 224-8370 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

D-RAY RECORDS, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation is **D-RAY RECORDS**, **INC.**, whose principal office and mailing address is 2708 Main Street, Melbourne, FL 32901.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 2,500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

DONNIE R. JERRY 2708 Main Street Melbourne, FL 32901

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The names and street addresses of the initial director of this corporation are:

DONNIE R. JERRY 2708 Main Street Melbourne, FL 32901

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the initial incorporator is:

DONNIE R. JERRY 2708 Main Street Melbourne, FL 32901

ARTICLE IX - AMENDMENT

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned, as the initial incorporator, has executed the foregoing Articles of Incorporation on this 25th day of June, 1998.

DONNIE R. JERRY

STATE OF FLORIDA COUNTY OF BREVARD

Before me personally appeared DONNIE R. JERRY, who is personally known to me or who produced FIGUDA DRIVER LICENSE as identification and who did take an oath, and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the Articles of Incorporation as incorporator of the corporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Melbourne, Brevard County, Florida, this 25th day of June, 1998.

Notary Public

Print Name: Pamera ANN MCKINCEY

My Commission Expires:

PAMELA ANN McKINLEY
Notary Public, State of Florida
My Comm. Expires Aug. 18, 1998
No. CC 401474
Bonded Thru Official Natury Service

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That D-RAY RECORDS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in Melbourne, Brevard County, Florida, has named DONNIE R. JERRY, 2708 Main Street, Melbourne, FL 32901, as its agent to accept service of process within the State.

Having been named to accept service of ACKNOWLEDGEMENT: process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act and Chapter 607, Florida Statutes, relative to keeping open said office.

Registered Agent