

EDELGARD G. ASHCRAFT

ATTORNEY AT LAW

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300-31ST STREET NORTH
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~~12157 MONARCH CIRCLE S.~~
~~SEMINOLE, FLORIDA 34642~~
~~TELEPHONE (813) 393-8988~~
REPLY TO ST. PETERSBURG

P98000057874
June 24, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600002573546--9
-06/26/98--01055--014
***122.50 ***122.50

Re: Incorporation

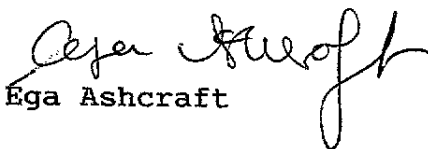
Gentlemen:

Enclosed please find the duly executed original and one copy of Articles of Incorporation for PM MUSIC PRODUCTIONS, INC., together with check in the amount of \$122.50 for your filing fee.

Please return a certified copy of the Articles to my ST. PETERSBURG address.

Thank you for your attention to this matter.

Very truly yours,


Edgard Ashcraft

Enclosures
EGA/sg

cc: Mr. Paddock

FILED
98 JUN 26 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W 6-29-98

FILED
98 JUN 26 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PM MUSIC PRODUCTIONS, INC.

ARTICLE I - NAME

The name of this corporation is PM MUSIC PRODUCTIONS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common voting stock and one thousand (1,000) no par value non-voting common stock.

ARTICLE V - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The principal office of this corporation shall be 5622 Gateway Drive, Tampa, Florida 33615, and the name and address of the initial registered agent of this corporation is Edelgard G. Ashcraft, 300-31st St. N., Suite 206, St. Petersburg, FL 33713.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of 2 members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than 1. The name and address of the directors constituting the initial Board of Directors is:

Peter R. Paddock, 17 The Beaches Plas Newton Lane, Upton, Chester CH2 1PE, UK;
Mary Susanna Martin, 5622 Gateway Dr., Tampa, FL 33615.

ARTICLE VII - INCORPORATOR


The name and address of the person signing these Articles is:

Alan Lucas, 105-4th Ave. NE, #408, St. Petersburg, FL 33701.

ARTICLE VIII - INDEMNIFICATION

This corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of June, 1998.



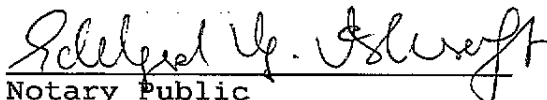
Alan Lucas

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 24th day of June, 1998.




EDELGARD G. ASHCRAFT
MY COMMISSION # CC390671 EXPIRES
October 6, 1998
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public
Edelgard G. Ashcraft

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as registered agent of PM MUSIC PRODUCTIONS, INC. and states that she is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.



Edelgard G. Ashcraft
Registered Agent

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98 JUN 26 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA