

PA8000091393



ACCOUNT NO. : 072100000032

REFERENCE : 009908 96202A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 27 PM 1:11

ORDER DATE : October 27, 1998

ORDER TIME : 9:22 AM

ORDER NO. : 009908-005

CUSTOMER NO: 96202A

CUSTOMER: William A. Maher, Cpa
WILLIAM A. MAHER, CPA, P.A.
2038 Henley Place

800002673158--0

Fort Myers, FL 33901

DOMESTIC FILING

NAME: RAINBOW RECORDS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

RECEIVED
98 OCT 27 AM 10:57
DIVISION OF CORPORATIONS
10/27/98

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STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
RAINBOW RECORDS, INC.

THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

- FIRST: The name of the corporation is Rainbow Records, Inc.
- SECOND: The period of its duration is perpetual.
- THIRD: The date and time of the commencement of the corporate existence is the time of filing of articles by the Department of State.
- FOURTH: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.
- FIFTH: The aggregate number of shares which the corporation shall have authority to issue is:

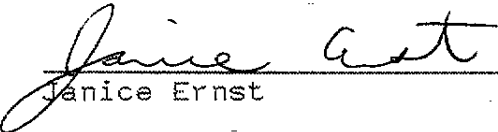
One thousand (1,000) common voting shares with a par value of One dollar (\$1.00) each.
- SIXTH: The street address of the initial registered office of the corporation is 6285 Scott Lane Ft. Myers, Florida 33912 and the name of its initial registered agent is Janice Ernst. The principal address and registered office are the same.

SEVENTH: The number of directors constituting the initial board of directors of the corporation are one (1), and the name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Janice Ernst
6285 Scott Lane
Ft. Myers, Fl 33912

EIGHTH: The name and address of each incorporator is:

Janice Ernst
6285 Scott Lane
Ft. Myers, Fl 33912



Janice Ernst

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ACCEPTANCE BY THE REGISTERED AGENT:

Janice Ernst is familiar with and accepts the obligations provided for in s. 307.325.

By: Janice Ernst
Janice Ernst

Dated 10/22, 1998


STATE OF Florida

COUNTY OF Lee

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 22ND
DAY OF October, 1998 BY JANICE ERNST

WHO IS PERSONALLY KNOWN TO ME AND WHO DID NOT TAKE AN OATH.

MY COMMISSION EXPIRES: _____

 Charles J Maher
My Commission CC695165
Expires November 6, 2001

Charles J. Maher
NOTARY PUBLIC
CHARLES J. MAHER