

P98000106359

December 15, 1998

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

400002717514--6
-12/21/98--01062--017
****122.50 *****78.75

Re: Family Music Distribution of North America, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of filing fees, certified copy of Articles of Incorporation and fee for Registered Agent designation for the above named corporation.

Sincerely,



Deborah Moore
Family Music Distribution of North America, Inc.
113 Feather Edge Loop
Lake Mary, FL 32746
(407) 805-0102

FILED
98 DEC 21 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
12-23-98

ARTICLES OF INCORPORATION

of

Family Music Distribution of North America, Inc
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Family Music Distribution of North America, Inc

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS <u>2000 Savage Court, Suite 203</u>		
CITY <u>Longwood</u>	FLORIDA <u>FL</u>	ZIP <u>32779</u>

Mailing address, if different

STREET ADDRESS <u>113 Feather Edge Loop</u>		
CITY <u>Lake Mary</u>	FLORIDA <u>FL</u>	ZIP <u>32746</u>

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME <u>Deborah Moore</u>		
ADDRESS <u>113 Feather Edge Loop</u>		
CITY <u>Lake Mary</u>	FLORIDA <u>FL</u>	ZIP <u>32746</u>

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Deborah Moore</u>		
ADDRESS	<u>113 Feather Edge Loop</u>		
CITY	STATE	ZIP	
<u>Lake Mary</u>	<u>FL</u>	<u>32746</u>	
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Deborah Moore</u>		
ADDRESS	<u>113 Feather Edge Loop</u>		
CITY	STATE	ZIP	
<u>Lake Mary</u>	<u>FL</u>	<u>32746</u>	
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

The undersigned incorporator(s) have executed these Articles of Incorporation this 12th day of December, 1998.

Deborah Moore (Signature)

____ (Signature)

____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Family Music Distribution of North America, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 113 Feather Edge Loop

Lake Mary, FL 32746

has named Deborah L. Moore

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

Deborah L. Moore

(Signature)

12-12-98

(Date)