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January 13, 1999

State of Florida,
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-01/25/99--01057--007
*****78.75 *****78.75

RE: UNTAMED RECORDS, INC.

Gentlemen:

Enclosed please find articles of incorporation and a designation and acceptance of registered agent for a new Florida corporation, "Untamed Records, Inc.," together with a check for \$78.75, representing your fees for filing the articles and designation and returning a certified copy of the articles to me. Enclosed please also find a stamped return envelope for your convenience in replying.

If you have any questions, please feel free to contact me.

Very truly yours,

Edward S. Schwartz

EDWARD S. SCHWARTZ

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Enc.

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
UNTAMED RECORDS, INC.

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DIVISION OF CORPORATIONS
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We, the undersigned, hereby agree to these Articles of Incorporation of UNTAMED RECORDS, INC., a Florida corporation, as follows:

ARTICLE I

The name of the Corporation shall be UNTAMED RECORDS, INC.

ARTICLE II

The Corporation is to have perpetual existence.

ARTICLE III

The purpose for which the Corporation is formed is to produce musical recordings in any medium and to conduct any other lawful business, and said Corporation shall possess and have all the powers now and hereafter conferred by the laws of the State of Florida.

ARTICLE IV

The amount of capital stock authorized is ONE HUNDRED (100) shares with a par value of One (\$1.00) Dollar per share. All shareholders shall pay for their shares in lawful money of the United States of America, or in property, or in services that have actually been performed for the corporation.

ARTICLE V

The post office address of the principal office of the corporation in Florida shall be 20031 S.W. 112 Avenue, Miami, Florida 33189, or at such other place within the State as the shareholders or directors may from time to time, by appropriate action, determine.

ARTICLE VI

The initial Registered Agent of the Corporation and the street address of the registered office is PHILIP M. GERSON, LAW OFFICES OF PHILIP M. GERSON, P.A., Miami Center, Suite 1310, 201 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE VII

The name and address of the incorporator of this corporation is LUTHER MCKENZIE, 20031 S.W. 112 Avenue, Miami, Florida 33189.

ARTICLE VIII

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by amendment to these Articles of Incorporation approved by the shareholders. The name and address of the initial director of this corporation, who shall serve until his successor is duly elected by the shareholders, is LUTHER MCKENZIE, 20031 S.W. 112 Avenue, Miami, Florida 33189.

ARTICLE IX

The initial officers of the corporation, who shall serve until their successors are duly elected by the directors, shall be LUTHER McKENZIE, 20031 S.W. 112 Avenue, Miami, Florida 33189, President, and CHARLES BENNETT, 20031 S.W. 112 Avenue, Miami, Florida 33189, Secretary.

ARTICLE X

The names and post office addresses of all subscribers of this Corporation, and the number of shares which each agree to take are:

SUBSCRIBER

SHARES

LUTHER McKENZIE
20031 S.W. 112 Avenue
Miami, Florida 33189

70

CHARLES BENNETT
20031 S.W. 112 Avenue
Miami, Florida 33189

30

The value of the shares shall be no less than ONE HUNDRED (\$100.00) DOLLARS, each subscriber having paid at least ONE (\$1.00) DOLLAR per share for them.

ARTICLE XI

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the shareholders or directors of this Corporation are pecuniarily or

otherwise interested in any contract or transaction of this Corporation, provided that the fact that the shareholder or director is so interested shall be disclosed or shall have been known to the shareholders or directors or a majority thereof, and such shareholder or director may be counted in determining the existence of a quorum at any meeting of the shareholders or directors of this Corporation which shall authorize any such contract or transaction, notwithstanding the fact that the shareholder or director is so interested.

ARTICLE XII

The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, the undersigned, being the incorporator hereinabove named, for the purpose of submitting these Articles of Incorporation, do subscribe and acknowledge these Articles of Incorporation and declare that the facts herein stated are true, this 29 day of

December 1998.



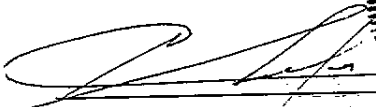
LUTHER MCKENZIE,
INCORPORATOR/DIRECTOR/PRESIDENT


STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

BEFORE ME, a duly authorized Notary Public, in the County of Miami-Dade, State of Florida, this day appeared personally LUTHER MCKENZIE, who produced _____

_____ as identification or is otherwise well known to me to be the person described in and who executed the foregoing Articles of Incorporation as a free and voluntary act and deed for the uses and purposes therein set forth, and who took an oath.

WITNESS my hand and seal at Miami, Miami-Dade County, Florida, this 30th day of DECEMBER 98


NOTARY PUBLIC, (Seal)
STATE OF FLORIDA AT LARGE



CERTIFICATE DESIGNATING REGISTERED AGENT AND
REGISTERED OFFICE AND ACCEPTANCE

Pursuant to Sections 607.0501 and 48.091, Florida Statutes, UNTAMED RECORDS, INC., a corporation desiring to organize under the laws of the State of Florida with its principal office in Miami, Dade County, Florida as indicated in the Articles of Incorporation, has named PHILIP M. GERSON, located at Miami Center, Suite 1310, 201 South Biscayne Boulevard, Miami, Florida 33131 as its registered agent and registered office to accept service of process within this State.

Having been named to accept service of process for UNTAMED RECORDS, INC. at the location designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of the Florida Statutes concerning keeping those offices open. I am familiar with and accept the obligations of a registered agent.

Executed this 23 day of DECEMBER, 1998.



PHILIP M. GERSON
REGISTERED AGENT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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