

409 E. Gaines St. Tallahassee. FL 32399

RE: MiTown Records, Inc.

900002775219--6 -02/15/99--01073--016 ******78.75 ******78.75

Dear Madam/Sir:

Please find the attached articles for incorporation for the above named corporation It is requested that the same be filed as soon as possible.

Please return the acknowledgement and certificate of status to the following address:

Robert Payne P.O. Box 822282 South Florida, FL 33082-2282

954 442-7861 - day number

Our check in the amount of \$78.75 covering the filing, agent designation and certificate of status is attached.

Should there be any questions, please feel free to contact me at the above phone number during business hours.

Sincerely,

Robert Payne

ARTICLES OF INCORPORATION OF MITOWN RECORDS, INC.

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SECRETARY OF STATE
TALLAHASSEE SINDA

The below signed incorporator, for the purpose of forming a corporation Under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

- ARTICLE 1. The name of the Corporation is: MiTOWN RECORDS, INC.
- ARTICLE 2. The Corporation is authorized to issue One Hundred (100) shares of common stock, with par value of One (\$1.00) Dollar.
- ARTICLE 3. The street address of the initial registered agent of the Corporation is:

11261 NW 16th Court Pembroke Pines, FL 33026

The registered agent at such address is: Maureen Kelly

ARTICLE 4. The name and address of each incorporator is:

Maureen Kelly 11261 NW 16th Court Pembroke Pines, FL 33026

Stephanie Bromfield-Warnell 12289 Pembroke Road, Suite 176 Pembroke Pines, FL 33025

ARTICLE 5. The principal mailing address and place of business of the Corporation is:

11261 NW 16th Court Pembroke Pines, FL 33026

- ARTICLE 6. The purposes for which the Corporation is formed is as follows:
 - to produce, promote, distribute, market and sell literary, musical and video material provided by artists, writers and performers; and,
 - 2) any other lawful activities that may be engaged in for profit under the laws of the State of Florida.

ARTICLE 7. The duration of the Corporation is perpetual.

Incorporator

NOTICE OF REGISTERED AGENT

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.

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SECRETARY OF STATE
TALLAHASSEF FISIALE