

Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

EMERALD CITY RECORDS, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 04      |
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Monday, April 19, 1999

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 20, 1999

ATLAS, PEARLMAN

SUBJECT: EMERALD CITY RECORDS, INC.  
REF: W99000009299

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.  
THE CERTIFICATE OF DESIGNATION PAGE IS NOT LEGIBLE IT IS TOO DARK AND THE LETTERS BLEED TOGETHER.

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Neysa Culligan  
Document Specialist

FAX Aud. #: E99000009164  
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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION  
OF  
EMERALD CITY RECORDS, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be: EMERALD CITY RECORDS, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 71 Great Pasture Road, Redding, Connecticut 06896.

**ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ROBERT J. BURNETT, ESQ., FLA. BAR #0117978  
Atlas, Pearlman, Trop & Borkson, P.A.  
200 East Las Olas Boulevard, Suite 1900  
Fort Lauderdale, Florida 33301  
Phone No.: (954) 763-1200

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ARTICLE IV  
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value \$.001 per share.

ARTICLE V  
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI  
REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Mark Beloyan  
13900 S.W. 24th Street  
Davie, Florida 33325

ARTICLE VII  
BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially.

ARTICLE VIII  
INITIAL DIRECTOR

The name and address of the initial Director of this Corporation are:

James Fallacaro  
71 Great Pasture Road  
Redding, Connecticut 06896

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The person named as initial Director shall hold office for the first year of existence of this Corporation, or until his successors are elected or appointed and have qualified, whichever occurs first.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is James Fallacaro, 71 Great Pasture Road, Redding, Connecticut 06896.

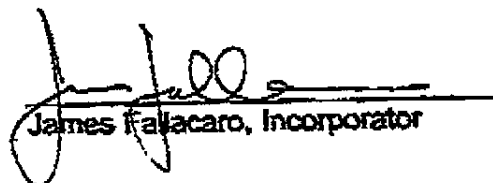
**ARTICLE X**  
**INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE XI**  
**AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 807.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 19th day of April, 1999.

  
James Fallacaro, Incorporator

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CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS

Emerald City Records, Inc., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 71 Great Pasture Road, Redding, Connecticut 06896 has named Mark Beloyan, whose address is 13900 S.W. 24th Street, Davie, Florida 33325 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Mark Beloyan

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