Secretary of State
Corporations Section
James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

BOOK 8572 PAGE 939

DATE: 02/27/92
REQUEST NUMBER: 2388-2041
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 02/27/92 1351
EFFECTIVE DATE/TIME: 02/27/92 1351
CONTROL NUMBER: 0250500

TO:
PATRICK JOSEPH MUSIC, INC.
ATTN: PAT HIGDON
119 17TH AVE SOUTH
NASHVILLE, TN 37203

MAIL ENV.

RECEIVED
MAR 12 10 37 AM '92
TENNESSEE SECRETARY OF STATE

9 1 7.50 0

RE:
PATRIX JANUS MUSIC, INC.
CHARTER - FOR PROFIT

CONGRATULATIONS UPON THE INCORPORATION OF THE ABOVE ENTITY IN THE STATE OF TENNESSEE. THE CHARTER DOCUMENT IS ENCLOSED AND IS EFFECTIVE AS INDICATED ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE CORPORATION'S FISCAL YEAR (EFFECTIVE JULY 1, 1990). ONCE THE FISCAL YEAR HAS BEEN ESTABLISHED, PLEASE PROVIDE THIS OFFICE WITH WRITTEN NOTIFICATION OF THAT DETERMINATION. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE DISSOLUTION.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

566P 03/12 0101 03CHECK 5.00

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

FOR: CHARTER - FOR PROFIT

RECEIVED: $50.00

ON DATE: 02/27/92

RECEIPT NUMBER: 00001314638
ACCOUNT NUMBER: 00077694

FROM:
PATRICK JOSEPH MUSIC, INC.
119 17TH AVE S

NASHVILLE, TN 37203

Bryant Millsaps

BRYANT MILLSAPS
SECRETARY OF STATE

FILED

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CHARTER
OF
PATRIX JANUS MUSIC, INC.

The undersigned person(s) under the Tennessee Business Corporation Act adopt(s) the following Charter for the above-listed corporation:

I.

The name of the corporation is PATRIX JANUS MUSIC, INC.

II.

The number of shares of stock the corporation is authorized to issue is one thousand (1,000) with no par value.

III.

(a) The complete address of the corporation's initial registered office in Tennessee is:

119 17th Avenue South
Nashville, Tennessee 37203
County of Davidson

(b) The name of the initial registered agent, to be located at the address listed in III(a) is PAT HIGDON.

IV.

The name and complete address of each incorporator is:

PAT HIGDON
119 17th Avenue South
Nashville, Tennessee 37203

V.

The complete address of the corporation's principal office is:

119 17th Avenue South
Nashville, Tennessee 37203

VI.

The corporation is for profit.

VII.

The corporation shall have the option of electing under Sub-Chapter S of the Internal Revenue Code.

VIII.

The corporation shall have the option of electing to treat their stock as Section 1244 stock under the Internal Revenue Code.

IX.

To the extent permitted by the provisions of Tennessee Code Annotated, §48-406, et seq., this corporation shall indemnify its directors and officers for the defense of any civil or criminal action and proceedings, and against all expenses incurred, fines, judgments, and amounts paid in settlement thereof, whether such action or proceeding be instituted by or in the right of this corporation, to procure a judgment in its favor, or by or in the right of any other corporation which such director or officer served in any capacity at the request of this corporation, provided that such action or proceeding be instituted by reason of the fact that:

(a) such director or officer, or his or her testator or intestate, is or was a director or officer in any such corporation, or

(b) such director or officer, his or her testator or intestate, is or was a director or officer in any such corporation, or served the same in any capacity.

Further, to the extent permitted by the Tennessee Code Annotated, Directors shall be held harmless from any breach of fiduciary duty to the corporation and from any liabilities to any third parties.

X.

Directors, shareholders, and subscribers before there are any shareholders may take any action which they are required or permitted to take without a meeting by written consent, setting forth the action so taken, signed by each of the directors, shareholders, or subscribers entitled to vote thereon.

XI.

The Board of Directors is expressly authorized to make, alter, or repeal the By-Laws of the Corporation.

XII.

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

DATED this 26th day of February. 1992.

PAT HIGDON, Incorporator
119 17th Avenue South
Nashville, Tennessee 37203
County of Davidson