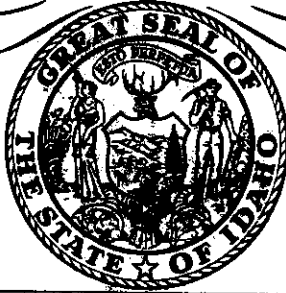


State of Idaho



Department of State

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

BALDWIN PIANO & ORGAN COMPANY

a corporation duly organized and existing under the laws of **Ohio** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **2nd** day of **January** 19 **64**, a properly authenticated copy of its articles of incorporation, and on the **2nd** day of **January** 19**64**, a designation of **J.L., T.H. or W.D. Eberlein** the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **2nd** day of **January**, A.D. 19 **64**.

Secretary of State.

Articles of Incorporation

3333 188 —OF—

Baldwin Piano & Organ Company

(Name of Corporation)

APPROVED
FOR FILING

By

Date

Amount

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be Baldwin Piano & Organ Company

SECOND. The place in Ohio where its principal office is to be located is _____

Cincinnati

Hamilton

County.

(City, Village or Township)

THIRD. The purposes for which it is formed are:

(a) To buy and otherwise acquire, to sell, lease, consign and otherwise dispose of and to generally deal in and with pianos, organs and other musical instruments, the parts, accessories and equipment therefor and other merchandise incident to the use and enjoyment thereof.

(b) To purchase, acquire, hold, mortgage, pledge, hypothecate, loan money upon, exchange, sell and otherwise deal in and with personal property and real property of every kind, nature and description whatsoever, and wheresoever situated.

(c) To buy, sell, loan money upon, hold for investment, and otherwise deal in and with, whether as principal or agent, any and all types of bills, notes, commercial paper, accounts receivable, security agreements of all kinds, and all other choses in action and evidence of debt and the security therefor.

(d) To acquire by purchase, lease, exchange or otherwise, to own, hold, use, manage, and improve, and to sell, lease, mortgage, exchange and otherwise deal in and with, real estate and any interest or right therein; and to engage generally in the operation, management and control, acquisition and disposition of real estate of every character and description.

(e) To apply for, obtain, purchase, take licenses in respect of or otherwise acquire, and to hold, own, use, grant licenses in respect of, manufacture under, sell, assign, mortgage, pledge or otherwise dispose of, any and all inventions, devices, processes and any improvements and modifications thereof; and all letters patent of the United States or of any other country, state, territory or locality, and all rights connected therewith or pertaining thereto; any and all copyrights granted by the United States or any other country, state, territory, or locality; and

THIRD. (Continued)

any and all trade marks, trade names, trade symbols and other indications of origin and ownership granted by or recognized under the laws of the United States or of any other country, state, territory or locality.

(f) To do all such further acts as are necessary and convenient or expedient to accomplish the foregoing purposes or as are incidental thereto.

Each purpose specified in any of the foregoing paragraphs of this Article THIRD shall be deemed to be independent of all other purposes herein specified, and shall not be limited or restricted by reference to or inference from the terms of any other clause, paragraph or article of these Articles of Incorporation.

FOURTH. The number of shares which the corporation is authorized to have outstanding is

Five Hundred (500) shares, which shall be without
par value

FIFTH. The amount of stated capital with which the corporation shall begin business is

Five Hundred Dollars (\$500.00).

IN WITNESS WHEREOF, We have hereunto subscribed our names, this 29th day
of November, 1963

Baldwin Piano & Organ Company

(Name of Corporation)

Alan R. Vogeler
Alan R. Vogeler

J. Leland Brewster II
J. Leland Brewster II

John R. Cobau
John R. Cobau

(INCORPORATORS' NAMES SHOULD BE TYPED OR PRINTED BENEATH SIGNATURES)

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

)
)
)
)
)

I, TED W. BROWN,

Secretary of State of the State of Ohio, do hereby
certify that the foregoing is an exemplified copy, carefully
compared by me with the original record now in my official
custody as Secretary of State, and found to be true and
correct, of the

ARTICLES OF INCORPORATION
OF
BALDWIN PIANO & ORGAN COMPANY

filed in this office on the 30th day of November, A. D. 1963,
and recorded on Roll B333, Frame 188 of the Records of Incorporations.

WITNESS my hand and official
seal at Columbus, Ohio, this
7th day of December, A.D. 1963.

Ted W. Brown
TED W. BROWN
SECRETARY OF STATE

