

**Electronic Articles of Incorporation
For**

P05000001223
FILED
January 04, 2005
Sec. Of State
tburch

FAKTION RECORDS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FAKTION RECORDS, INC.

Article II

The principal place of business address:

2813 S. HIAWASSEE RD.,
304
ORLANDO, FL. US 32835

The mailing address of the corporation is:

2813 S. HIAWASSEE RD.,
304
ORLANDO, FL. US 32835

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

GARRY D WHITFIELD
2813 S. HIAWASSEE RD.,
304
ORLANDO, FL. 32835

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: GARRY D. WHITFIELD

Article VI

The name and address of the incorporator is:

JOHN RYAN GIBBS
2813 S. HIAWASSEE RD.,
STE. 304
ORLANDO, FLORIDA 32835

Incorporator Signature: JOHN R. GIBBS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PSD
JOHN R GIBBS
2813 S. HIAWASSEE RD., STE. 304
ORLANDO, FL. 32835 US

Title: VP/D
JEREMY R MOORE
2813 S. HIAWASSEE RD., STE. 304
ORLANDO, FL. 32835 US

Title: DIR
JEREMIAH F COAN
2813 S. HIAWASSEE RD., STE. 304
ORLANDO, FL. 32835 US

Title: DIR
JOSHUA J FRANKLIN
2813 S. HIAWASSEE RD., STE. 304
ORLANDO, FL. 32835 US

Title: DIR
MARSHALL K DUTTON
2813 S. HIAWASSEE RD., STE. 304
ORLANDO, FL. 32835 US