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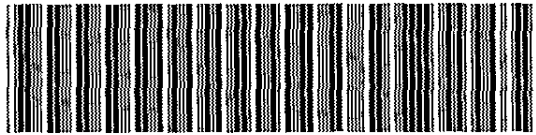
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Studio S, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
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Signature _____

Requested by: WL Date 3/21 Time 11:00
Name _____ Date _____ Time _____

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ARTICLES OF INCORPORATION

OF

STOLMAN STUDIO, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is *STOLMAN STUDIO, INC.*

ARTICLE II

Duration

The corporation shall have a perpetual existence.

ARTICLE III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Address

The principal place of business and mailing address of this corporation shall be:

c/o Steven S. Stolman
2275 S. Ocean Blvd, #209A
Palm Beach, FL 33480

ARTICLE V

Capital Stock

The corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value per share common stock. The corporation elects to have preemptive rights.

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ARTICLE VI

Initial Registered Office and Agent.

The street address of the initial registered office of this corporation is 2275 S. Ocean Blvd, #209A, Palm Beach, FL 33480, and the name of the initial registered agent of this corporation at that address is Steven S. Stolman.

ARTICLE VII

Incorporator

The name and address of the person signing these Articles is:

Steven S. Stolman
2275 S. Ocean Blvd, #209A
Palm Beach, FL 33480

ARTICLE VIII

Board of Directors

The initial Board of Directors shall consist of one (1) member. This number may be increased or decreased from time to time in accordance with the corporation's bylaws, but should never be less than one (1). The names and addresses of the person who will serve on the initial Board of Directors is:

Name	Address
Steven S. Stolman	2275 S. Ocean Blvd, #209A Palm Beach, FL 33480

ARTICLE IX

Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE X

Indemnification

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as set forth in the applicable provisions of the Florida Business Corporation Act [currently, Sections 607.0850(1) and (2) of the Florida Statutes], as the same may be amended from time to time, the corporation shall indemnify its officers and directors,

and may indemnify its employees and agents, to the fullest extent permitted by the provisions of such Law, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding (other than in an action, suit or proceeding brought by this corporation upon authorization of the Board of Directors) or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. Expenses (including attorneys' fees) incurred by an officer or director in defending any civil, criminal, administrative or investigative action, suit or proceeding shall be paid by the corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the corporation as authorized in this Article. Such expenses (including attorneys' fees) incurred by other employees and agent shall also be so paid upon such terms and conditions, if any, as the Board of Directors deems appropriate. The indemnification and advancement of expenses provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of stockholders or directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal and other legal representatives of such a person. Except as otherwise provided above, an adjudication of liability shall not affect the right to indemnification for those indemnified.

ARTICLE XI

Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE XII

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of March, 2007.

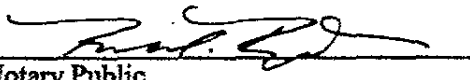


Steven S. Stolman
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH


BEFORE ME, the undersigned authority, personally appeared Steven S. Stolman and to me, personally known or who provided FL DL. as identification, to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th day of March, 2007.



Notary Public

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
 Robbin J. Rodriguez
Commission # DD421095
Expires: APR. 21, 2009
Bonded Thru Atlantic Bonding Co., Inc.


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-- That STOLMEN STUDIO, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 2275 S. Ocean Blvd, #209A, Palm Beach, FL 33480 and has named Steven S. Stolman located at 2275 S. Ocean Blvd, #209A, Palm Beach, FL 33480 as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By 
Steven S. Stolman
"Resident Agent"

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