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THE UNITED STATES
CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE: 539646 7132900

AUTHORIZATION:

COST LIMIT : \$

Prepaid

ORDER DATE: January 5, 2000

ORDER TIME: 4:04 PM

ORDER NO. : 539646-005

CUSTOMER NO: 7132900

CUSTOMER: Ms. Jodi Ellis

BARRY S. BALMUTH, P.A. BARRY S. BALMUTH, P.A.

Suite 1000

1645 Palm Beach Lakes Blvd. West Palm Beach, FL 33401

DOMESTIC FILING

NAME:

JUNIPER RECORDS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

SECRETARY OF STATE
NIVISION OF CORPORATIONS

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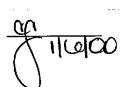
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FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

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OF

JUNIPER RECORDS, INC.

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE I

NAME

The name of this Corporation is:

JUNIPER RECORDS, INC., a Florida Corporation

ARTICLE II

PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the corporation is:

1700 South Estrella Court, Suite 202 Palm Beach Gardens, Florida 33410

ARTICLE III

AUTHORIZED SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is 100 shares of Common Stock with a par value of \$1.00 per share.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this Corporation in

Barry S. Balmuth, Esq. (FL Bar No. 868991) 1061 Forum Place, Suite 1101 West Palm Beach, FL 33401 Phone: (561) 242-9400 the State of Florida shall be:

1601 Forum Place Suite 1101 West Palm Beach, Florida 33401

The name of the initial registered agent of this Corporation at that address shall be:

Barry S. Balmuth

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors of the corporation shall be established and regulated by the Bylaws. The names and street addresses of the directors of the first Board of Directors are:

<u>Name</u>

Street Address

Peter Schlegel, President

1700 South Estrella Court, #202 Palm Beach Gardens, Florida 33410

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

Name

Street Address

Peter Schlegel

1700 South Estrella Court, # 202 Palm Beach Gardens, Florida 33410

ARTICLE VII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment must be approved by the Board of Directors, proposed to them by the Stakeholders, and approved at a Stockholders' meeting by a majority of Stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, this 3 day of January, 2000.

Peter Schlegel Incorporator
The foregoing was acknowledged before me this 2 day of crue, 2000 by Peter Schlegel. Schlegel. Notary Public, State of Florida
Print, Type or Stamp Commissioned Name of Notary
Personally Known
Produced Identification
Type of Identification Produced

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DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, JUNIPER RECORDS INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1601 Forum Place, Suite 1101, West Palm Beach, Florida 33401, has named Barry S. Balmuth located thereat as its registered agent to accept service of process within this State.

Peter Schlegel, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.

Barry S. Balmuth, Registered Agent

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