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Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (954) 583-4117

FLORIDA PROFIT CORPORATION OR P.A.

ES RECORDS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

W-14266

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -7 PM 12:01

B. McKnight JUN 08 2000

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P. 2

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN-7 PM 12:01

ARTICLES OF INCORPORATION
OF

ES RECORDS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

ES RECORDS, INC.

Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II This corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be 2000 shares of common stock at a per value of \$1.00 per share.

ARTICLE IV

The principal office of this corporation will be 19658 Dinner Key Drive, Boca Raton, FL 33498.

ARTICLE V

The names and post office addresses of the first Board of

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Directors, who shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified, are as follows:

MICHAEL SONENSHINE
19658 Dinner Key Drive
Boca Raton, FL 33498

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

LLOYD A. BARON, ESQ.
2825 University Drive
Suite 350
Coral Springs, FL 33065

ARTICLE VI

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

First. That ES RECORDS, INC., desiring to organize under the laws of the State of Florida with its principal office indicated in the Articles of Incorporation at 19658 Dinner Key Drive, Boca Raton, FL 33498 appoints Lloyd A. Baron, Esq. at 2825 University Drive, Suite 350, Coral Springs, FL 33065 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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



LLOYD A. BARON, ESQ.
Resident Agent

ARTICLE VII

The Articles of Incorporation may be amended in the manner

provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' Meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE VIII

This corporation is to exist perpetually.

ARTICLE IX

To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

ARTICLE X

The undersigned has executed these Articles of Incorporation this 2nd day of June, 2000.



LLOYD A. BARON
INCORPORATOR