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ACCOUNT NO. : 072100000032

REFERENCE : 763222 7218409

AUTHORIZATION :

Patricia Pizuto

COST LIMIT : \$ 70.00

ORDER DATE : July 13, 2000

ORDER TIME : 5:02 PM

ORDER NO. : 763222-005

900003322849--6

CUSTOMER NO: 7218409

CUSTOMER: Mr. J. Patrick Dolder
Mr. J. Patrick Dolder

237 Fox Chase Drive North

Oswego, IL 60543

DOMESTIC FILING

NAME: PALS ALL TUNE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse - EXT. 1154

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

RECEIVED

00 JUL 14 AM 9:54

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUL 14 AM 10:48

JP 7/14/00

00 JUL 14 AM 10:49

ARTICLES OF INCORPORATION
OF

PALS ALL TUNE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PALS ALL TUNE, INC.

The address of the principal office of this corporation shall be 237 Fox Chase Drive North, Oswego, Illinois 60543, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or 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. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

J. Patrick Dolder	237 Fox Chase Drive North Oswego, Illinois 60543
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Linda J. Dolder	237 Fox Chase Drive North Oswego, Illinois 60543
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these
Articles of Incorporation on July 13, 2000.

Laura R. Dunlap
Its Agent, Laura R. Dunlap
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

KLL/pej