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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Shade Tunes, Inc.

ARTICLE II PRINCIPAL OFFICE

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

316 Lawne Blvd.
Orlando, Fl. 32802

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Timothy Connelly
316 Lawne Blvd.
Orlando, Fl. 32802

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Timothy Connelly
316 Lawne Blvd.
Orlando, Fl. 32802

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

1st day of Aug. 2000

X. Timothy Connelly
Signature

Notarization is not required.

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ARTICLE VI DIRECTOR(S) OFFICER(S) SHAREHOLDER(S)

The name(s) and street address(es) of the director(s) are:

Timothy Connelly
316 Lawne Blvd.
Orlando, Fl. 32802

The name(s) and street addresses of the officer(s) are:

To be determined at corporate meeting.

The name(s) of the shareholder(s) are:

Timothy Connelly (100 shares)

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Shade Tunes, Inc.

2. The name and address of the registered agent and office is:

Timothy Connelly
316 Lawne Blvd.
Orlando, Fl. 32802

I having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X Timothy Connelly
(Signature)

8/1/00
(Date)

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TALLAHASSEE, FLORIDA

Notarization Is Not Required

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL. 32314

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