| William L. Platter Requestor's Name 15001 NW 42 Que. Harger 47 Address City State ZIP Phone (305)953.5522 CORPORATION(S) NAME | Charter Number Only Charter Number Only 200003400212—9 -09/21/00-01023-008 ******70.00 ******70.00 |
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| Card Tunes, Incurpo | rated. |
| Profit NonProfit () Amendment | () Merger |
| () Foreign () Dissolution () Limited Partnership () Annual Report () Reinstatement () Reservation | () Other () Change of Registered Agent |
| () Certified Copy () Photo Copies () Call When Ready () Call If Problem () Will Walt Pick | () Certificate Under Seal () After 4:30 Up () Mail Out |
| Availability Document Examiner Updater Varifier Acknowledgment W.P. Varifier | RECEIVED 00 SEP 21 AM 9: 37 DIVISION OF CORPORATION |

TRANSMITTAL LETTER

Department of State Division of Corporations PO Box 6327 Tallahassee, Fl 32314

SUBJECT: CARD TUNES, INCORPORATED

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$70.00 for FILING FEE; REGISTERED AGENT.

DAMION CERA

2451 BRICKELL AVE. STE. 15P MIAMI, FL 33129

Enclosures:

Original One copy Check

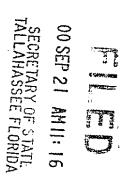
FILE: ARTICLES OF INCORPORATION: WORD

ARTICLES OF INCORPORATION OF

CARD TUNES, INCORPORATED

ARTICLE I – CORPORATE NAME

The name of the Corporation shall be:



CARD TUNES, INCORPORATED

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed and until dissolved according to Florida law.

ARTICLE III - PURPOSE

This Corporation may engage in 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 1V - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of \$.01 par value common stock which shall be designated "Common Stock".

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The name and street address of the initial Registered Agent Office and the Principal Office of the Corporation shall be:

DAMION CERA 2451 BRICKELL AVE SUITE 15P MIAMI, FL 33129

ARTICLE VII – INCORPORATOR

The name and street address of the Incorporator (s) of these Articles of Incorporation is/are:

· 3

DAMION CERA AND SANDRA RICH 2451 BRICKELL AVE SUITE 15P MIAMI, FL 33129

ARTICLE VIII - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the Shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining Shareholders of to this Corporation. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the Shareholders of this Corporation.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or appeal the By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X - POWERS

This Corporation shall have all the corporate powers enumerated in the Florida General Corporations Act.

ARTICLE XI - INDEMNIFICATION

This Corporation shall indemnify any Officer of Director, or any former Officer of Director, to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

Any Amendment hereto, and any right conferred upon the Shareholders, is subject to this reservation.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE Articles of Incorporation this **SEPTEMBER, 19, 2000**

DAMION CERA

CERTIFICATE OF ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFIED REGISTERED AGENT OF

CARD TUNES, INCORPORATED

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

2451 BRICKELL AVE STE 15P MIAMI, FL 33129

Has named: DAMION CERA

Located at the aforesaid address, as its Registered Agent to accept services of process within this state.

ACKNOWLEGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Laws in keeping open said office.

Damion cera

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