

Law Offices Of
GRAYLING E. BRANNON, P.A.
1536 Jefferson Street North ~ Jacksonville, Florida 32209
(904) 358-9151 ~ (904) 358-0058 facsimile ~ E-mail: Gray-Law@msn.com

January 10, 2001

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

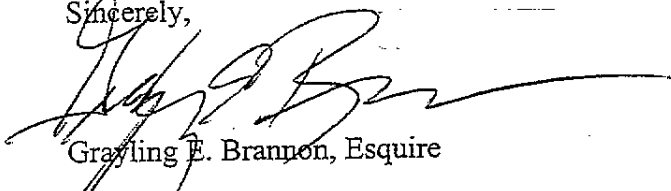
**Re: AAOV Corporation; Aggressive Marketing
Solutions and Funky Fresh, Inc.**

Dear Sir or Madam:

Please find enclosed articles of incorporation for the above named entities and a draft in the amount of \$210.00 to cover the appropriate filing fees.

If you have any questions concerning this request, please contact me at the letterhead address and/or telephone number. Thank you for your cooperation.

Sincerely,



Grayling E. Brannon, Esquire

GEB/mb
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

BY THESE ARTICLES OF INCORPORATION, the incorporator(s) forms a corporation for profit under Florida Law.

The name of the corporation shall be **FUNKY FRESH, INCORPORATED.**

ARTICLE II

This Corporation shall exist perpetually.

ARTICLE III

The purposes of this Corporation is for the production of music products and to exercise the powers now or hereafter granted to corporations under the laws of the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 100,000 shares of common stock of no par value.

ARTICLE V

The initial registered agent for this Corporation is: Brenard L. Stallworth and the initial registered office is located at 3263 Fitzgerald Street, Jacksonville, Florida 32254. The principal office is: 3263 Fitzgerald Street, Jacksonville, Florida 32254.

This Corporation shall have one (1) director initially. The number shall be fixed by the bylaws and may be changed from time to time.

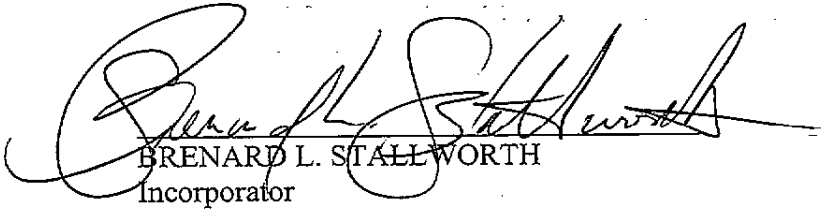
The name and street address of each member of the first Board of Directors are:

Brenard L. Stallworth	3263 Fitzgerald Street Jacksonville, Florida 32254
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The name and address of incorporators are:

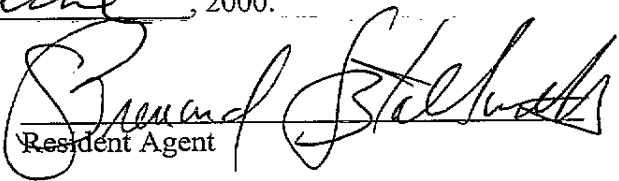
Brenard L. Stallworth	3263 Fitzgerald Street Jacksonville, Florida 32254
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BRENARD L. STALLWORTH
Incorporator

HAVING BEEN NAMED, as Registered Agent for this Corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Dated on 20th day of June, 2000.


Resident Agent

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