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THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE: 112035 7267494

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: April 11, 2001

ORDER TIME : 3:39 PM

ORDER NO. : 112035-015

CUSTOMER NO: 7267494

500003993395--2

CUSTOMER: Mr. Douglas Pattison

Mr. Douglas Pattison

7230 Red Oak Loop

New Port Richey, FL 34653

DOMESTIC FILING

NAME: HOOKED ON FUNK, INC.

EFFECTIVE DATE:

_ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY _PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

2001 APR 11 PM 4: 57

SECHETARY OF STATE TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

HOOKED ON FUNK, 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:

, A.

HOOKED ON FUNK, INC.

The address of the principal office of this corporation shall be 7230 Red Oak Loop, New Port Richey, Florida 34653, 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 1,500 shares of common stock having \$1.00 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:

Douglas Pattison Dir.

7230 Red Oak Loop, New Port New Port Richey, Florida 34653

Brian Holtz

8004 Chickasaw Lane

Dir. ___ _

New Port Richey, Florida 34652

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ARTICLE VII. INCORPORATOR

2001 APR 11 PM 4:57

The name and street address of the incorporator FORETARY OF STATE TALLAHASSEE FLORIDA these Articles of Incorporation:

The Company Corporation 2711 Centerville Road Suite 400 Wilmington, Delaware 19808

The undersigned incorporator has executed these

Articles of Incorporation on April 11, 2001.

It's Agent Lynette Coleman

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:

t/s Agent Lynette Coleman

scm