Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00

\$78.75

Filing Fee

Filing Fee

& Certificate of Status

□\$78.75

Filing Fee

& Certified Copy

Filing Fee, Certified Copy

\$87.50

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM: RODNEY LYNCH-HOPKINS/CRYSTAL Ellis
Name (Printed or typed)

1834 CAESAR Way So

St. PETERSOURG, FlorIDA 33712 City/State & Zip

(727) 415-0419

Daytime Telephone number

*****78.75 *****78.75

NOTE: Please provide the original and one copy of the articles.

FLORIDA DEPARTMENT OF STATE

Division of Corporations P.O. Box 6327 Tallahasee, FL 32314

ARTICLES OF INCORPORATION

Prepared on May 07, 2001

Pursuant to Chapter 607 and Chapter 621 of Florida Statutes, the undersigned corporation executes the following Articles

2001 MAY 14 AM II: 34 SECRETARY OF STATE TALLAHASSEE, FLORID,

ARTICLE I CORPORATION NAME:

Legal Name: Rip It Up Records, Inc.

ARTICLE II PRINCIPLE PLACE OF BUSINESS:

The address where the corporation's principle place of business will be located is:

Street Address:

1834 Caesar Way South

City, State, Zip:

St. Petersburg, FL 33712 Pinellas

County: Telephone:

(727) 415-0419

Mailing Address:

P.O. Box 15971

City, State, Zip:

St. Petersburg, FL 33733-5971

ARTICLE III BUSINESS ACTIVITIES:

This corporation will begin on May 09, 2001, with an initial number of employees of approximately 1.

The primary activities of the corporation can be described as follows: manage talent, publishing records, manufacture, distribute, and sale records.

ARTICLE IV SHARES:

The corporation will authorize the following number of shares:

10,000

The shares will be:

no par value

The shareholders will have preemptive rights with respect to additional shares of stock sold by the corporation.

The shareholders will be required to first offer their shares to the corporation before selling to other parties.

ARTICLE V INCORPORATOR:

Name:

Rodney Lynch-Hopkins

Street Address:

1834 Caesar Way South St. Petersburg, FL 33712

City, State, Zip: Telephone:

(727) 415-0419

Name:

Crystal Ellis

Street Address: City, State, Zip:

1834 Caesar Way South St. Petersburg, FL 33712

Telephone:

(727) 865-2730

Signature/Incorporator

Signature/Incorporator/Registered Agent

Date

05/07/0/

I CRYSTAL ELLIS ACCEPT DESIGNATION AS REGISTERED AGENT.