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Revision Date: 4/1/99 DocName:u:\msoffice\forms\corpact.doc Your Background Investigation Team					



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

FILED 2002 APR -4 PM 1: 01

SECRETARY OF STATE

TALLAHASSEE FLORIDA

April 3, 2002

INTERNATIONAL RESEARCH BUREAU INC. POST OFFICE BOX 14189 TALLAHASSEE, FL 32317

SUBJECT: TREE OF LIFE RECORDS, INC.

Ref. Number: W02000009316

We have received your document for TREE OF LIFE RECORDS, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The document must state the number of shares of authorized stock.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Letter Number: 002A00019607

Claretha Golden Document Specialist New Filings Section

2002 APR -4 PM 1: 01

SECRETARY OF STATE TALLAHASSEE FLORIDA



OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):					
1. The Corols In (Corporation Name) HOCONOS (Document #)					
2.					
(Corporation Name) (Document #)					
3. (Compreti	on Name) (Document #)				
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4. (Corporation Name) 324 (Document #)					
Walk in Pick up time Certified Copy					
Mail out V	Vill wait Photocopy Certificate of Status				
NEW FILINGS	AMENDMENTS				
Profit	Amendment				
NonProfit	Resignation of R.A., Officer/Director				
Limited Liability	Change of Registered Agent				
Domestication	Dissolution/Withdrawal				
Other	Merger				
OTHER FILINGS	QUALIFICATION DILYHOUSO HO NOISHIU				
Annual Report					
Fictitious Name					
Name Reservation	Limited Partnership Reinstatement				
	Trademark Examiner's Initials				
CR2E031(10/92)	Other				

ARTICLES OF INCORPORATION

2002 APR -4 PM 1:01

OF

SECRETARY OF STATE TALLAHASSEE FLORIDA

TREE OF LIFE RECORDS, INC

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopted the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME OF THE CORPORATION

The name of this Corporation shall be TREE OF LIFE RECORDS, INC.

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

AUTHORIZED SHARES

Number: The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock.

Initial issue: 200 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:

Norman Clary

100 Shares

Kimberly L. Gary

100 Shares

Dividends: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

No Classes of Stock:

The shares of the Corporation are not to be divided into classes.

ARTICLE V

REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of 1726 Saxon Street, Tallahassee, Florida 32310 and the name of the initial registered agent at such address is Norman Clary.

ARTICLE VI

PRINCIPAL OFFICE

The Principal Office of the corporation shall be 8430 Black Jack Road, Tallahassee, Florida 32305

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have constituting the initial Board of Directors. The need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business.

Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until successors shall have been elected and qualified, is as follows:

NAME

Norman L. Clary Kimberly L. Gary ADDRESS

1726 Saxon Street, Tallahassee, Florida 32310 8430 Black Jack Road, Tallahassee, Florida 32305

ARTICLE VII INCORPORATOR

The name and addresses of the initial incorporator is as follows:

NAME

Norman L. Clary

ADDRESS

1726 Saxon Street, Tallahassee, Florida 32310

Signature of Incorporator

Date

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **TREE OF LIFE RECORDS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in Leon County, State of Florida, has named NORMAN CLARY located at 1726 Saxon Street, Tallahassee, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

NORMAN CLARY

DATE

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SECRETARY OF STATE