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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : PARCORP SERVICES, LTD.  
Account Number : I19990000011  
Phone : (800) 603-2533  
Fax Number : (800) 398-0461

FLORIDA PROFIT CORPORATION OR P.A.

THE RECORD POOL, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
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DIVISION OF CORPORATIONS

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**STATE OF FLORIDA  
ARTICLES OF INCORPORATION OF  
THE RECORD POOL, INC.**

**FIRST:** The corporate name that satisfies the requirements of Section 607.0401 is:  
"THE RECORD POOL, INC."

**SECOND:** The street address of the initial principal office of the corporation shall be 1881a Drew Street, Clearwater, FL 33765, and the mailing address of the corporation shall be the same.

**THIRD:** The 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.

**FOURTH:** The number of shares the corporation is authorized to issue is 10,000,000 shares of common stock having a Par Value of \$.001 per share.

**FIFTH:** The street address of the initial registered office of the corporation 2453 Brazilia Drive, #39, Clearwater, FL 33763, and the name of its initial registered agent at such address is: Karen Kaplan.

**SIXTH:** This corporation is to exist perpetually.

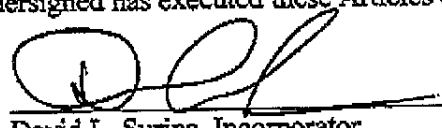
**SEVENTH:** The number of Directors constituting the initial Board of Directors of the Corporation is One (1), and the name(s) and address(es) of the person(s) whois/ are to serve as Director(s) until the first annual meeting of the Shareholders or until their successors are elected and qualify is/are:

Joseph C. Vangieri, 1881a Drew Street, Clearwater, FL 33765

**EIGHTH:** The name and street address of the incorporator to these Articles of Incorporation:

David L. Surina, 931 W. 75th Street, Ste. 137-317, Naperville, IL 60565

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of August, 2002.

  
David L. Surina, Incorporator

**Preparer Info:**

David L. Surina / Parcorp Services, Ltd.  
931 W. 75th Street, Ste. 137-317  
Naperville, IL 60565

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

**THE RECORD POOL, INC.**

Acceptance by the Registered Agent as required in section 607.0501 (3)  
F.S.: Karen Kaplan, is familiar with and accepts the obligations provided  
for in Section 607.0505.

Dated: August 9, 2002



Karen Kaplan

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