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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

UNDERCOVER RECORDS, INC.

Certificate of Status	0
Certified Copy	0
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**ARTICLES OF INCORPORATION  
OF  
UNDERCOVER RECORDS, INC.**

The undersigned, acting as incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation shall be: Undercover Records, Inc.

**ARTICLE II - PRINCIPAL PLACE AND MAILING ADDRESS**

The principal place of business and mailing address shall be 12342 Raleigh Ridge Drive S., Jacksonville, FL 32225.

**ARTICLE III - SHARES**

All stock issued by the Corporation shall be common voting stock of a single class. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is one-thousand shares having a par value of one cent (\$.01) per share.

**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the initial registered agent of the corporation shall be: Carolyn Herman, Esq., 830 S. Third Street #104, Jacksonville Beach, FL 32250.

**ARTICLE V - BOARD OF DIRECTORS**

The business of the corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of five members whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Nelson Davis, Sr.	12342 Raleigh Ridge Drive S., Jacksonville, FL 32225
Paul McCloud	12342 Raleigh Ridge Drive S., Jacksonville, FL 32225
Nelson Davis, Jr.	12342 Raleigh Ridge Drive S., Jacksonville, FL 32225
Carlos Nobles	12342 Raleigh Ridge Drive S., Jacksonville, FL 32225
Feacher Watkins	12342 Raleigh Ridge Drive S., Jacksonville, FL 32225

Prepared by: Carolyn Herman, Esq., 830 S. Third Street #104, Jacksonville Beach, FL 32250.  
Florida Bar No. 976563, tel. No. 904/247/9420

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### ARTICLE VI - INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation is:  
Paul McCloud, 12342 Raleigh Ridge Drive S., Jacksonville, FL 32225.

The undersigned incorporator has executed these Articles of Incorporation this 21<sup>st</sup> day of  
September, 2002.

Signature: Paul S. McCloud  
Print: Paul S. McCloud  
Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

- 1 The name of the corporation is: Undercover records, Inc.
2. The name and address of the registered agent and office are: Carolyn Herman, Esq., 830 S. Third Street #104, Jacksonville Beach, FL 32250.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Carolyn Herman Esq.  
Print: Carolyn Herman, Esq.  
Date: 9/26/02

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