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Division of Corporations

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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To:

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

From:

Account Name : WARD, DAMON & POSNER, P.A.  
Account Number : 072262000447  
Phone : (561)842-3000  
Fax Number : (561)842-3626

**FLORIDA PROFIT CORPORATION OR P.A.**

**IPODZ USA, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION OF  
IPODZ USA, INC.**

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I - NAME**

The name of this Corporation is: IPODZ USA, INC.

**ARTICLE II - DURATION**

The duration of this Corporation is perpetual.

**ARTICLE III - PURPOSE**

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV - MAILING ADDRESS OF CORPORATION**

The mailing address of the business is 125 Worth Avenue, Palm Beach, Florida 33480 and the principal place of business of this Corporation is 125 Worth Avenue, Palm Beach, Florida 33480.

**ARTICLE V - STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 100,000 shares of common voting stock.

Prepared by: Michael J Posner, 4420 Beacon Circle, Suite 100  
West Palm Beach, Florida 33407

Bar No: 525685 ♦ Phone: 561/842-3000

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**ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of this Corporation's initial registered office in Florida is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407 and the name of its initial registered agent at that address is Michael J Posner, Esq.

**ARTICLE VII - INCORPORATOR**

The name and address of the incorporator is:


Name

Address

Bradford Tolley

125 Worth Avenue, Palm Beach, Florida 33480

DATED this 29<sup>th</sup> day of October, 2002

  
Bradford Tolley, (Incorporator)

STATE OF FLORIDA; COUNTY OF PALM BEACH )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Bradford Tolley, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed. WITNESS my hand and official seal in the County and State last aforesaid this 29th day of October, 2002.

Notary Public State of Florida at Large

Sign:

My Commission Expires:

Print: 



Michael J Posner  
My Commission 00147937  
Expires October 14, 2008

Prepared by: Michael J Posner, 4420 Beacon Circle, Suite 100  
West Palm Beach, Florida 33407

Bar No: 525685 + Phone: 561/842-3000

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

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**ACKNOWLEDGMENT:**

Having been named to accept service of process for IPODZ USA, INC., at the initial registered office of the Corporation in this State designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Section 607.0505 Florida Statutes.

Date: October 29, 2002



Michael J Posner

Prepared by: Michael J Posner, 4420 Beacon Circle, Suite 100  
West Palm Beach, Florida 33407

Bar No: 525685 + Phone: 561/842-3000

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