

**Electronic Articles of Incorporation
For**

**P02000126913
FILED
December 02, 2002
Sec. Of State**

INNER-CIRCLE RECORDS INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

INNER-CIRCLE RECORDS INC

Article II

The principal place of business address:

12004 MYRTLE OAK COURT
PALM BEACH GARDENS, FL. 33410

The mailing address of the corporation is:

12004 MYRTLE OAK COURT
PALM BEACH GARDENS, FL. 33410

Article III

The purpose for which this corporation is organized is:

MUSIC RECORDING COMPANY

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

HARVEY LEVINE
12004 MYRTLE OAK COURT
PALM BEACH GARDEN, FL. 33410

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: HARVEY LEVINE

Article VI

The name and address of the incorporator is:

DAVID EASON
470 EXECUTIVE CENTER DRIVE #5E
WEST PALM BEACH FL 33401

Incorporator Signature: DAVID EASON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
HARVEY LEVINE
12004 MYRTLE OAK COURT
PALM BEACH GARDENS, FL. 33410

Title: VP
DAVID EASON
470 EXECUTIVE CENTER DR #5E
WEST PALM BEACH, FL. 33401

Title: TRES
DAVID EASON
470 EXECUTIVE CENTER DRIVE
WEST PALM BEACH, FL. 33401

Title: SEC
HARVEY LEVINE
12004 MYRTLE OAK COURT
PALM BEACH, FL. 33410

Article VIII

The effective date for this corporation shall be:

01/01/2003