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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

HOLD
FOR PICKUP BY
UCC SERVICES
OFFICE USE ONLY

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ARTICLES OF INCORPORATION

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SECRETARY DE STATE

OF

Big Lips Records, Inc.

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be Big Lips Records, Inc. The address of the principal office of this corporation shall be 21438 St. Andrews Grand Circle, Boca Raton, Florida, 33486 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 1,000 all of which shall be classified as common stock and have a par value of \$1.00.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 526 East Park Avenue, Tallahassee, FL 32301, and the name of the initial registered agent of the corporation at that address is UCC Filing & Search Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTOR

The names and addresses of the initial Officers and Director are:

Richard Reisman 21438 St. Andrews Grand Circle Boca Raton, Florida 33486 President/Director

Neil Herzog 21438 St. Andrews Grand Circle Boca Raton, Florida 33486 Vice President

ARTICLE VII. INCORPORATOR

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

UCC Filing & Search Services, Inc. 526 East Park Avenue
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc. has hereunto executed these articles on October 22, 2003.

UCC Filing & Search Services, Inc.

Alison Hand Assistant Secretary

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Big Lips Records, Inc.

UCC Filing & Search Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

UCC Filing & Search Services, Inc.

A ACCONHAND

Alison Hand, Assistant Secretary

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SECRETARY OF STATE