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To:

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

From:

Account Name : LAWTECH, P.A.
Account Number : 119990000138
Phone : (904) 358-8800
Fax Number : (904) 358-8870

FLORIDA PROFIT CORPORATION OR P.A.

IndieArtz, Inc.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
INDIEARTZ, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is IndieArtz, Inc.

ARTICLE II - ADDRESS

The principal office location and mailing address of the Corporation is 1650 Margaret Street, Suite 302, #131, Jacksonville, FL 32204

ARTICLE III - CAPITAL STOCK

(a) **Authorized Shares.** This Corporation is authorized to issue 10,000 shares of common stock, all of which shall be of the par value of \$.01 per share. Each of the shares of common stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the common stock may be paid for at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be fully paid and nonassessable.

(b) **Preemptive Rights.** Shareholders shall have no preemptive rights.

(c) **Cumulative Voting.** Cumulative voting shall not be permitted.

(d) **Restrictions on Transfer of Stock.** The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.

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ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 220 East Forsyth Street, South Suite, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is LawTech, LLC.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is Colin C. Mailloux, Esq., 220 East Forsyth Street, South Suite, Jacksonville, Florida 32202.

ARTICLE VI - DIRECTORS

(a) Number. The Corporation shall initially have one (1) director. The number of directors may be changed from time to time in accordance with the bylaws of this Corporation.

(b) Compensation. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the Corporation may also serve the Corporation in any other capacity and receive compensation therefor in any form.

(c) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

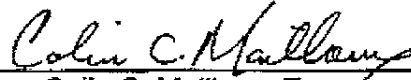
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Prepared By:
Colin C. Mailloux, Esq.
LawTech, P.A.
220 East Forsyth Street
South Suite
Jacksonville, FL 32202
(904)358-8800
Florida Bar No.: 0483930

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of January 2004.



Colin C. Mailloux, Esq.
Incorporator

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That IndieArtz, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, Florida, has named LawTech, LLC, located at 220 East Forsyth Street, South Suite, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.

Date: 1/28/04


Colin C. Mailloux, Esq.
Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, LawTech, LLC, hereby agrees to act in this capacity, and LawTech, LLC, further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

Date: 1/28/04

By: 
Colin C. Mailloux, Member

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