

**Electronic Articles of Incorporation
For**

P04000112908
FILED
August 02, 2004
Sec. Of State
tburch

THE DOWNBEAT, 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:

THE DOWNBEAT, INC.

Article II

The principal place of business address:

623 NW 15 WAY
FORT LAUDERDALE, FL. US 33311

The mailing address of the corporation is:

623 NW 15 WAY
FORT LAUDERDALE, FL. US 33311

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

100@\$1.00 PAR VALUE

Article V

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

GLORIA D ROYSTER
623 NW 15 WAY
FORT LAUDERDALE, FL. 33311

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

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Registered Agent Signature: GLORIA D. ROYSTER

Article VI

The name and address of the incorporator is:

GLORIA D. ROYSTER
623 NW 15 WAY
FORT LAUDERDALE, FL 33311

Incorporator Signature: GLORIA D. ROYSTER

Article VII

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

Title: P
GLORIA D ROYSTER
623 NW 15 WAY
FORT LAUDERDALE, FL. 33311 US

Title: VP
SHONTE WILSON
623 NW 15 WAY
FORT LAUDERDALE, FL. 33311 US

Article VIII

The effective date for this corporation shall be:

08/02/2004