

**Electronic Articles of Incorporation  
For**

P04000169051  
FILED  
December 17, 2004  
Sec. Of State  
jshivers

RIMSHOT PRODUCTIONS, 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:

RIMSHOT PRODUCTIONS, INC.

**Article II**

The principal place of business address:

100 SE 2ND STREET, SUITE 2150  
BANK OF AMERICA TOWER  
MIAMI, FL. US 33131

The mailing address of the corporation is:

100 SE 2ND STREET, SUITE 2150  
BANK OF AMERICA TOWER  
MIAMI, FL. US 33131

**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:

1000 SHARES AT \$1.00 PAR VALUE PER SHARE

**Article V**

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

STEPHEN MARINO  
100 SE 2ND STREET, SUITE 2150  
BANK OF AMERICA TOWER  
MIAMI, FL. 33131

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

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Registered Agent Signature: STEPHEN MARINO

### **Article VI**

The name and address of the incorporator is:

CORPORATION SERVICE COMPANY  
1201 HAYS STREET

TALLAHASSEE, FLORIDA 32301

Incorporator Signature: DEBORAH D. SKIPPER

### **Article VII**

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

Title: PVPD  
MICHAEL MARINO  
100 SE 2ND ST., STE. 2150  
MIAMI, FL. 33131 US

Title: ST  
MICHAEL MARINO  
100 SE 2ND ST., STE. 2150  
MIAMI, FL. 33131 US