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SA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Radio Room, Inc

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

_____ Cert. Copy _____

☒ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

CERTIFICATE OF INCORPORATION OF

RADIO ROOM, INC.

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

RADIO ROOM, INC.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF CAPITAL STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS **FIVE HUNDRED (500) SHARES** OF COMMON STOCK, HAVING A PAR VALUE OF **ONE (\$1.00) DOLLAR PER SHARE**.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS SHALL BE THE SUM OF NOT LESS THAN **FIVE HUNDRED (\$500.00) DOLLARS**.

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS SOONER DISSOLVED ACCORDING TO LAW.

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TALLAHASSEE, FLORIDA

ARTICLE V1

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE:

1497 SW 30TH TERRACE
FT. LAUDERDALE, FL. 33312

ARTICLE V11

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE AT LEAST ONE (1) AND NO MORE THAN FIVE (5).

ARTICLE VIII

THE NAMES AND STREET ADDRESSES OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION ARE AS FOLLOWS:

DEBORAH KAY CLEAVELAND
1497 SW 30TH TERRACE
FT. LAUDERDALE, FL. 33312

ARMAND DRAKE
7600 NW 5TH STREET #2C
PLANTATION, FL. 33324

CODY ALEXANDER CLEAVELAND
1497 SW 30TH TERRACE
FT. LAUDERDALE, FL. 33312

ARTICLE IX

THE NAMES AND STREET ADDRESSES OF THE PERSONS SIGNING THESE ARTICLES OF INCORPORATION AS SUBSCRIBER IS AS FOLLOWS:

DEBORAH KAY CLEAVELAND

ARMAND DRAKE

1497 SW 30TH TERRACE

7600 NW 5TH STREET #2C

FT. LAUDERDALE, FL. 33312

PLANTATION, FL. 33324

CODY ALEXANDER CLEAVELAND

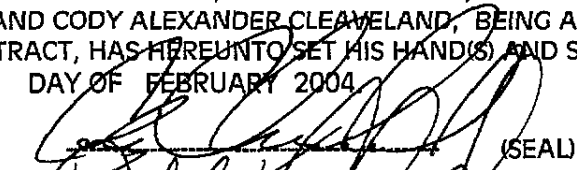
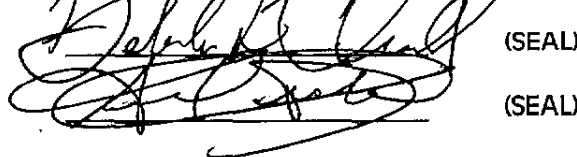

1497 SW 30TH TERRACE

FT. LAUDERDALE, FL. 33312

ARTICLE X

THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN ON THE DATE THE ARTICLES OF INCORPORATION ARE FILED OF RECORD.

IN WITNESS WHEREOF, THE UNDERSIGNED, DEBORAH KAY CLEAVELAND, ARMAND DRAKE AND CODY ALEXANDER CLEAVELAND, BEING A NATURAL PERSONS, COMPETENT TO CONTRACT, HAS HEREUNTO SET HIS HAND(S) AND SEAL(S) THIS
25 DAY OF FEBRUARY 2004

 (SEAL)
 (SEAL)
 (SEAL)

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHO PROCESS MAY BE
SERVED.**

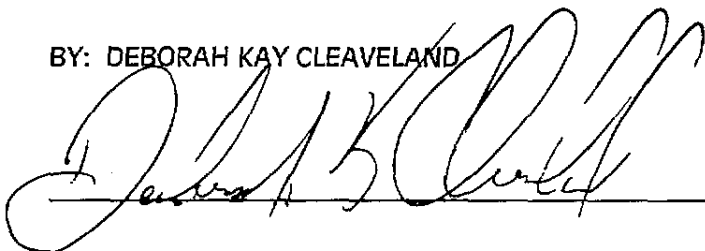
IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED, IN COMPLIANCE WITH SAID ACT:

RADIO ROOM, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF STATE OF FLORIDA
WITH ITS PRINCIPAL OFFICES AS INDICATED IN THE ARTICLES OF INCORPORATION, IN THE
CITY OF FT. LAUDERDALE, COUNTY OF BROWARD, STATE OF FLORIDA, HAS NAMED
DEBORAH KAY CLEAVELAND, LOCATED AT 1497 SW 30TH TERRACE, FT. LAUDERDALE,
FLORIDA, 33312, AS ITS AGENT TO ACCEPT SERVICES OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO
ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT
RELATIVE TO KEEPING OPEN SAID OFFICE.

BY: DEBORAH KAY CLEAVELAND

A handwritten signature in black ink, appearing to read "Deborah Kay Cleaveland", is written over a horizontal line.