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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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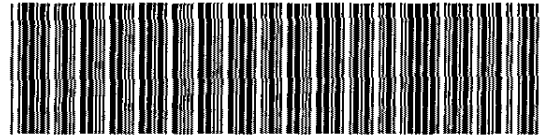
(Business Entity Name)

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SECURITY STATE
TALLAHASSEE, FLORIDA

4/21/05
BWK

EDWARD de R. CAYIA, P.A.

ATTORNEY AT LAW

432 N.E. THIRD AVENUE

FORT LAUDERDALE, FLORIDA 33301-3234

(954) 765-1400 / FAX (954) 765-1421

April 13, 2005

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: BERNSONGS MUSIC, INC.

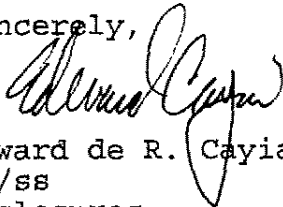
Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and my operating account check #6292 in the amount of \$78.75 covering the various fees.

Please forward a certified copy of the Articles, and the Charter Number to this office at the above address.

Thank you for your attention to this matter.

Sincerely,



Edward de R. Cayia, P.A.
EC/ss
Enclosures

ARTICLES OF INCORPORATION

OF

BERNSONGS MUSIC, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be BERNSONGS MUSIC, INC.

ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes: To engage in all legally authorized business practices in the State of Florida, including but not limited to the creation, performance, recording, reproduction, licensing, investing, marketing, and distribution of artistic talent in the amusement, entertainment, film, and musical fields; to acquire copyrights on songs, lyrics, and musical compositions; to license and use such material for mechanical or other reproductions; to license the use by vocal, instrumental, or any other means known or to be known; to print, sell, and distribute sheet music; to acquire rights in literary and musical properties, and publish the same under contract; and to do any and all other acts necessary to the fulfillment of such endeavors.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 value stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 1138 N.E. 17th Way, Fort Lauderdale, FL 33304. The name of the initial registered agent of this corporation at that address is Randy Bernsen.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased from time to time according to the ByLaws. The name and address of the initial Director of the corporation is: Randy Bernsen, at 1138 N.E. 17th Way, Fort Lauderdale, FL 33304.

ARTICLE VII. INCORPORATION

The name and address of the person signing these Articles of Incorporation is as follows: Randy Bernsen of 1138 N.E. 17th Way, Fort Lauderdale, FL 33304.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal the ByLaws shall be vested in the Board of Directors and shareholders.

ARTICLE IX. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation, shall be managed under the direction of the Board of Directors of the corporation.

ARTICLE X. INDEMNIFICATION

This corporation shall indemnify all officers or Directors or any former officer or Director, to the full extent permitted by

law, provided said office or Director was acting in the reasonable best interests of the corporation.

ARTICLE XI. AMENDMENT

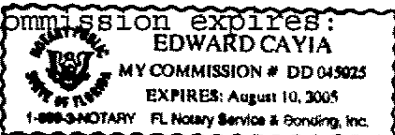
This corporation reserves the right to amend or repent any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 12 day of April, 2005.

Randy Bernsen
RANDY BERNSSEN, Incorporator

STATE OF FLORIDA)
) ss.:
COUNTY OF BROWARD)

12 The foregoing instrument was acknowledged before me on this day of April, 2005, by RANDY BERNSSEN, personally known to me, on oath.

My commission expires:
EDWARD CAYIA
MY COMMISSION # DD045025
EXPIRES: August 10, 2005
1-800-3-NOTARY FL Notary Service & Bonding, Inc.

Edward Cayia
Notary Public - State of Florida
at Large

The undersigned, having been named as Registered Agent to accept Service of Process for BERNSONGS MUSIC, INC., at 1138 N.E. 17th Way, Fort Lauderdale, FL 33304, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of his duties.

Randy Bernsen
RANDY BERNSSEN, Reg. Agent