

**Electronic Articles of Incorporation
For**

P05000147322
FILED
November 03, 2005
Sec. Of State
Ipooles

PAYBAK MUSIC 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:

PAYBAK MUSIC INC.

Article II

The principal place of business address:

3100 NW 42ND AVE
D-303
COCONUT CREEK, FL. 33066

The mailing address of the corporation is:

3100 NW 42ND AVE
D-303
COCONUT CREEK, FL. 33066

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

Article V

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

DAVID L DAVID
3100 NW 42ND AVE
D-303
COCONUT CREEK, FL. 33066

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

P05000147322
FILED
November 03, 2005
Sec. Of State
Ipoole

Registered Agent Signature: DAVID L. DAVID

Article VI

The name and address of the incorporator is:

DAVID L. DAVID
3100 NW 42ND AVE D-303
COCONUT CREEK FL. 33066

Incorporator Signature: DAVID L. DAVID

Article VII

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

Title: PRES
THIMOTHEE G FRANK
7109 NW 49TH COURT
LAUDERHILL, FL. 33319

Title: VP
DAVID L DAVID
3100 NW 42ND AVE. D-303
COCONUT CREEK, FL. 33066

Article VIII

The effective date for this corporation shall be:

11/03/2005