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Florida Department of State  
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FLORIDA PROFIT/NON PROFIT CORPORATION

Armonika Productions, Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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ARTICLES OF INCORPORATION OF

Armonika Productions, Inc.

The undersigned, in order to form a corporation for the purpose hereinafter stated, under and pursuant to the General Corporation Act of the State of Florida, do hereby certify as following:

ARTICLE I

NAME

The name of this corporation is: Armonika Productions, Inc.

ARTICLE II

PURPOSE

The general nature of the business to be transacted by this corporation shall be:

- A) Music Productions & Composition
- B) Import & Export
- C) To Purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired, or acquired.

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D) To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, bungalows, stores, offices, warehouses, mill, shops, factories, machinery and plants, and any and all structures and erections which may at any time necessary, useful, or advantageous in the judgment of the Board of Directors, for the purpose of the Corporation, and which can lawfully be done.

E) To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise encumber the lands,

F) To borrow money with or without pledge of or mortgage on all or any of its property, real or personal, as security and to loan and advance money upon mortgages on personal or real property or on either of them.

G) To buy, sell, and deal in, with or without guarantee of payment thereof, bonds and mortgages and other like securities and other kinds of property, whether real or personal, not prohibited or specifically excepted by law, and to do and prosecute any facts or things incidents to or proper in connection with the carrying on of the business of the corporation.

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purchase, acquire, hold, sell, assign, transfer,  
mortgage, pledge, and otherwise dispose of the shares of capital  
stock, bonds, debentures, or other evidence of indebtedness of any  
corporation, domestic or foreign, and while the holder thereof, to  
exercise all the rights and privileges of ownership, including the  
right to vote thereon, and to issue in exchange therefore its own  
stock, bonds, and other obligations.

I) To purchase or otherwise acquire, undertake, carry on,  
improve or develop all or any of the business, good will, rights,  
assets or liabilities of any person, firm, association of  
corporation carrying on any kind of business the same as or of a  
similar nature to that which this corporation is authorized to  
carry on, pursuant to the provisions of these Articles of  
Incorporation.

J) To all such acts and things as are incident or conducive  
to the premises.

K) This Corporation shall have the power conduct its business  
in all its branches in the State of Florida, or in any other State  
or States or territories of the United States, or in the District  
of Columbia, and the dependencies of the United States or in  
foreign countries, and ultimately to do all acts and things and to  
exercise all the powers now or hereafter authorized by law

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to carry on the business of said corporation, or to  
promote any of the subjects or objects for which the corporation  
if formed.

L)The foregoing enumeration of any or all or a combination of  
either of the specific powers lettered a) through j) both  
inclusive, shall not be held to limit or restrict in any manner the  
general powers of the corporation and therefore, the corporation may  
engage in any lawful act or activity for which corporations may be  
organized under the General Corporation Act of the State of  
Florida.

### ARTICLE III

#### DURATION

This Corporation shall have perpetual existence.

### ARTICLE IV

#### CAPITAL STOCK

The maximum number of shares of stock that this corporation is  
authorized to issue at any time is 100 shares, \$1.00 par value.

All the aforementioned stock is to be issued as fully paid for  
and exempt from assessment.

The capital stock may be paid for in money, property, labor or

corporation, at just valuation  
to be fixed by the stockholders or by the Directors at a meeting  
called for such purposes.

#### ARTICLE V

##### REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is *One Biscayne Tower Two South Biscayne Blvd. Suite 2670 Miami, Florida 33131*, and the name of the initial registered agent of this corporation at that address is *John M MacDaniel, Esquire*

#### ARTICLE VI

##### BOARD OF DIRECTORS

This corporation shall have *NO* Director initially. The number of directors may either increased or diminished from time to time by the By-Laws, but shall never be less than one:

ARTICLE VIIOFFICERS

The Corporation shall have a President, and may also have one or more additional Vice-Presidents, Assistant Secretaries, and Assistant Treasures, and such other officers and agents as may deemed necessary.

All other officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws. The same person may hold two or more offices.

ARTICLE VIIIINCORPORATOR

The name and address of the person signing these articles is:

*John M MacDaniel, Esquire*

ARTICLE IXAMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

## ARTICLE X

**PRINCIPAL OFFICE**

At present, the principal office of the corporation is:

2 South Biscayne Suite 2670 Miami, FL 33137

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 2005.

**STATE OF FLORIDA**

**COUNTY OF DADE**

Before me, a Notary Public duly authorized to take acknowledgment in the state and county set forth above, personally appeared *John M MacDaniel, Esquire* before me and known by me to be the person who executed the foregoing articles of incorporation and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this \_\_\_\_\_ day of \_\_\_\_\_, 2005.

**NOTARY PUBLIC, State of Florida**

**My Commission Expires:**

Personally Known \_\_\_\_\_ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_



Handwritten signature/initials at top right.

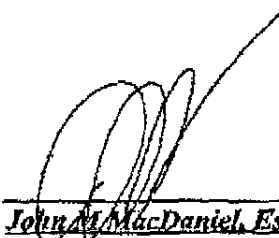
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE AND MANAGING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First that Armonika Productions, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at DADE COUNTY, State of Florida, has named John M MacDaniel, Esquire address-2 South Biscayne Blvd, Suite 2670 Miami, Florida 33131, as its Registered Agent to accept service or process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept services 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.

  
John M MacDaniel, Esquire

Registered Agent - Incorporated

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Handwritten signature/initials at bottom right.