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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
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FLORIDA PROFIT/NON PROFIT CORPORATION

Wave Entertainment Inc.

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ARTICLES OF INCORPORATION

OF

Wave Entertainment Inc.

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FILED

06 FEB 17 PM 12:43

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **Wave Entertainment Inc.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed is to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **200** common shares at no par value and of one class.
5. The principal address and mailing address of the corporation will be: **245 Michigan Avenue, GL8, Miami Beach, Florida 33139.**
6. The address of the initial registered office will be **245 Michigan Avenue, GL8, Miami Beach, Florida 33139**, and the name of its registered agent at such address is: **Okan Atlan**
7. The number of directors constituting the initial board of directors is **one** and the name and address of the person who is to serve as director thereof is as follows:

Okan Atlan
245 Michigan Avenue
Miami Beach, Florida 33139

8. The name and address of the sole incorporator is:
Jean M. Sherett
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this Corporation has executed these Articles of Incorporation.

Dated this 16th day of February, 2006.


Jean M. Sherett
Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street, NYC 10013
(212) 431-5000

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ACCEPTANCE OF APPOINTMENT**AS****REGISTERED AGENT****FILED**
06 FEB 17 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned, do hereby accept appointment as Registered
Agent of *Wave Entertainment Inc.*, the within named corporation.

Dated: February 16th, 2006.

By: 
Okan Atlan
Its Agent

BlumbergExcelsior Corporate Services, Inc.
62 White Street, NYC 10013
(212) 431-5000

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