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FLORIDA PROFIT/NON PROFIT CORPORATION

K-TEL MEDIA, INC.

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Page Count	05
Estimated Charge	\$78.75

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
Of**

**K-Tel Media, Inc.**

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of incorporation.*

**ARTICLE I. NAME**

**The name of the corporation shall be:**

**K-Tel Media, Inc.**

**ARTICLE II. PRINCIPAL PLACE OF BUSINESS**

**The principal place of business and mailing address of this corporation shall be:**

**1805 West 76 St.  
Hialeah, FL 33014**

**ARTICLE III. NATURE OF BUSINESS**

**The general nature of the business to be transacted by the corporation and its object and powers shall be engage in any activity or business permitted under the laws of the United States and the State of Florida.**

**ARTICLE IV CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10000 THOUSAND SHARES OF COMMON STOCK OF THE PAR VALUE OF ONE DOLLARS PER SHARE.  
The consideration to be paid for each share shall be fixed by the Board of Directors.

**ARTICLE V TERM OF EXISTENCE**

This Corporation shall have perpetual existence from the date of the incorporates execution and adoption of these Articles of Incorporation.

**ARTICLE VI INITIAL REGISTERED AGENT AND OFFICE STREET ADDRESS**

The name and address of the initial registered agent is:

Arian De La Vega  
1805 West 76 St.  
Hialeah, FL 33014

**ARTICLE VII DIRECTOR(S)**

The name(s) and street address (es) of the director(s) to these Articles Of Corporation is (are):

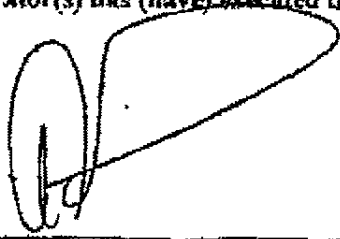
President  
Arian De La Vega  
1805 West 76 St.  
Hialeah, FL 33014

**ARTICLE VIII INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

President  
Arian De La Vega  
1805 West 76 St.  
Hialeah, FL 33014

Corporator(s) has (have) executed these Articles of Incorporation this February 28, 2007.

X   
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

**ARTICLE IX AMENDMENTS**

**These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Stockholders, and approved at the Stockholder's meeting by a majority of the stock entitle to vote thereon, unless all the Directors and all the Stockholder's sign a written statement manifesting their intention that a certain amendment of these Article of Incorporation be made.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED  
PLACE OF BUSINESS OR DOMICILE FOR THE PROCESS WITHIN THE  
STATE OF FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM  
PROCESS MAY BE SERVED**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the  
Undersigned Corporation, organized under laws of the State of Florida, submits the  
following statement in designating the registered office/registered agent, in the State  
of Florida.

1. The name of the corporation is:

**K-Tel Media, Inc.**

2. The name and address of the registered agent and office is:

**Arian De La Vega  
1805 West 76 St.  
Hialeah, FL 33014**

**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT  
SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE  
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE  
APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS  
CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATING TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT PURSUANT  
TO F.S. 607.050(3).

SIGNATURE: 

DATE: February 28, 2007