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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

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ARTICLES OF INCORPORATION

OF

07 MAR 15 AM 10: 05 SECRETARY OF STATE TALLAHASSEE, FLORIDA

FREE RHYTHM PRODUCTIONS, INC.

<u>ARTICLE I – Name</u>

The name of the corporation is:

FREE RHYTHM PRODUCTIONS, INC.

ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Seven Thousand Five Hundred (7,500) shares of common stock, each share having a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just to be fixed by Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Principal Registered Office Agent

The street address of this initial principal registered office of this corporation is 18459 Pines Blvd., Suite 344, Pembroke Pines, Florida 33029 and the name of the initial registered agent of this corporation at that address is PRISCILLA JAYNE NELSON.

ARTICLE VI – Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminish from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is: Priscilla Jayne Nelson, 18459 Pines Blvd., Suite 344, Pembroke Pines, Florida 33029. Said director is of full age.

ARTICLE VII – Initial Offices

The names and addresses of the officers are as follows:

PRESIDENT:

PRISCILLA JAYNE NELSON

18459 Pines Blvd., Suite 344 Pembroke Pines, Florida 33029

SECRETARY:

PRISCILLA JAYNE NELSON

18459 Pines Blvd., Suite 344 Pembroke Pines, Florida 33029

TREASURER:

PRISCILLA JAYNE NELSON

18459 Pines Blvd., Suite 344 Pembroke Pines, Florida 33029

ARTICLE VIII - Incorporator

The name and address of the person signing these articles is: PRISCILLA JAYNE NELSON, 18459 Pines Blvd., Suite 344, Pembroke Pines, Florida 33029

ARTICLE IX – Distribution

The name and address of the subscriber of this Articles of Incorporation, and the number of shares of stock which he agrees to take and the sum subscribed to and paid is as follows:

<u>NAME</u> <u>ADDRESS</u>

SHARE

PRISCILLA JAYNE NELSON

18459 Pines Blvd., Suite 344

Pembroke Pines, Florida 33029

500

ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of Secretary of State, State of Florida.

ARTICLE XI – Amendment

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 them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of March, 2007.

PRISCILLA LAYNE NELSON

STATE OF FLORIDA COUNTY OF MAIM-DADE

The foregoing instrument was acknowledged before me this _______ day of March, 2007 by PRISCILLA JAYNE NELSON, who is personally known to me, or who has produced the following type of identification _______ (and who _______ did X did not take an oath

Notary Public

My Commission Expirés:



SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, TE FOLLOWING IS SUBMITTED

FIRST THAT, FREE RHYTHM PRODUCTIONS, INC., DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF PEMBROKE PINES
FLORIDA, HAS NAMED PRISCILLA JAYNE NELSON, 18459 Pines Blvd., Suite
344, Pembroke Pines, Florida 33029, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SIGNATURE

PKIŚCILLA JAYWE NELSON

TITLE:

President

DATE:

March 12, 2007

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE /

PRISCILLA JAYNE NELSON

RESIDENT AGENT

DATE:

March /2, 2007