

**Electronic Articles of Incorporation  
For**

P08000110826  
FILED  
December 26, 2008  
Sec. Of State  
palford

SPY MUSIC GROUP, 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:

SPY MUSIC GROUP, INC.

**Article II**

The principal place of business address:

4350 MAYFAIR DRIVE  
MIAMI, FL. US 33133

The mailing address of the corporation is:

4350 MAYFAIR DRIVE  
MIAMI, FL. US 33133

**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:

100

**Article V**

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

CT CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND RD.  
PLANTATION, FL. 33324

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

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Registered Agent Signature: ANTHONY LICAUSI

### **Article VI**

The name and address of the incorporator is:

JASON A. FINESTONE  
111 WEST 57TH STREET  
SUITE 1120  
NEW YORK, NY 10019

Incorporator Signature: JASON A. FINESTONE

### **Article VII**

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

Title: PVTS  
PAUL TARNOPOL  
4350 MAYFAIR DRIVE  
MIAMI, FL. 33133 US