

**P95000025121**

Fritz Dorigo  
8404 NW 17th Court  
Pembroke Pines, Florida 33024-3406

March 15, 1995

State of Florida  
Department of State  
Corporate Division  
P.O. Box 6327  
Tallahassee, Florida 32314

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-03/27/95-01095--007  
\*\*\*\*122.50 \*\*\*\*122.50

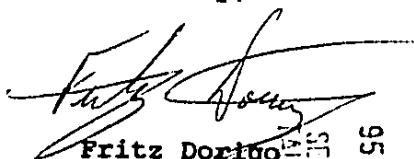
Re: CREASE, INC.

Gentlemen:

Please find enclosed two (2) copies of the Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 to cover the cost of filing the Articles (\$35.00), Registered Agent Designation (\$35.00), and Certified copy (\$52.50). Please return the copy to the above address.

Thank you for your prompt attention to this matter.

Sincerely,



Fritz Dorigo

Enclosures

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**  
**OF**  
**CREASE, INC.**

**ARTICLE I -- NAME**

The name of this corporation is **CREASE, INC.** The principle place of business and the mailing address of this corporation shall be 8404 N.W. 17th Court, Pembroke Pines, Florida, 33024-3406.

**ARTICLE II -- DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III -- PURPOSE**

This corporation is organized for the purpose of:

(a) Providing the services of a professional musical performing group for the purpose of recording and "live" performances;

(b) Promoting, marketing, and exploiting the services, and the products derived therefrom, of the aforesaid musical group, including but not limited to, the exploitation of products embodying musical performances, audio-visual performances, and other merchandise embodying the likeness and/or performances of the musical group;

(c) Administering and exploiting the publishing rights of original compositions written and/or composed, in whole or in part, by the musical group; and

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(d) Transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

#### **ARTICLE IV -- CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of Fifty Cents (\$.50) par value common stock which shall be designated as "Common Stock".

#### **ARTICLE V -- PRE-EMPTIVE RIGHTS**

Pursuant to Florida Statutes §607.0630, as amended from time to time, every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI -- INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 800 West Avenue, Suite 418, Miami Beach, Florida, 33139, and the name of the initial registered agent of this corporation at that address is Geoffrey K. Robinson, Esq.

#### **ARTICLE VII -- INITIAL BOARD OF DIRECTORS**

This corporation shall have four Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than the

number of individuals comprising the musical group, the services of which this corporation is formed to provide. The names and addresses of the initial Board of Directors of the corporation are:

**Fritz Dorigo**  
8404 NW 17th Court  
Pembroke Pines, Florida, 33024-3406

**Eric Dorigo**  
8404 NW 17th Court  
Pembroke Pines, Florida, 33024-3406

**Greg Gershengorn**  
8610 NW 48th Street  
Lauderhill, Florida, 33351

**Kelly Meister**  
6104 SW 20th Street  
Miramar, Florida, 33023

#### **ARTICLE VIII -- INCORPORATORS**

The name and address of the Incorporator signing these Articles is: **Fritz Dorigo, 8404 NW 17th Court, Pembroke Pines, Florida, 33024-3406.**

#### **ARTICLE IX -- INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

#### **ARTICLE X -- AMENDMENT**

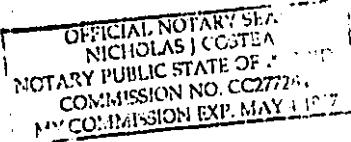
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

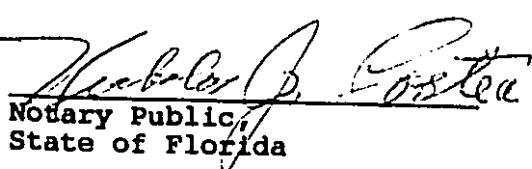
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 24 day of March, 1995.

  
FRITZ DORIGO  
Incorporator

STATE OF FLORIDA :  
COUNTY OF DADE : <sup>ss</sup>



The foregoing instrument was acknowledged before me this day of March, 1995, by FRITZ DORIGO.

  
Notary Public  
State of Florida

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

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

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that **CREASE, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at **8404 N.W. 17th Court, Pembroke Pines, Florida, 33024-3406**, has named **Geoffrey K. Robinson, Esq.**, located at **800 West Avenue, Suite 418, Miami Beach, Florida, 33139** as its agent to accept service of process within Florida.

Dated: 3/24/95

*Fritz Dorigo*  
FRITZ DORIGO  
Incorporator  
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TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named 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 performance of my duties.

*Geoffrey K. Robinson*  
GEOFFREY K. ROBINSON  
Registered Agent