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Admitted to Florida Bar and
United States Claims Court

May 13, 1996

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

Re: Steamy Dreamy Music, Inc.

200001826002
-05/17/96--01014--020
*****70.00 *****70.00

FILED
96 MAY 16 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

I am enclosing herewith an original copy of the Articles of Incorporation and Statement of Designation of Registered Agent for the above named corporation. In addition a check in the amount of \$70.00 is enclosed which represents the following:

1.	Filing Fee	\$35.00
2.	Designation of Registered Agent	\$35.00
TOTAL		\$70.00

Please file the original of the enclosed Articles of Incorporation and return to the undersigned in the self-addressed stamped envelope provided.

Thank you for your prompt attention to this matter.

Very truly yours,


L. Jerry Cohn, Esq.

LJC:kmr

cc.: Fern Carle Artstein

F. CHESSEY MAY 23 1996

**ARTICLES OF INCORPORATION
OF
STEAMY DREAMY MUSIC, INC.**

FILED
96 MAY 16 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

STEAMY DREAMY MUSIC, INC.

ARTICLE II - CORPORATE DURATION

The corporation shall commence to be in existence upon the filing of these Articles of Incorporation by the Department of the State of Florida and the term of existence shall be perpetual.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to the publication of poems, songs, greeting cards, and other musical and literary artistic endeavors.

ARTICLE IV - CAPITALIZATION

The aggregate number of shares that the corporation shall have authority to issue is 100 shares, all of which shall be common shares with individual par value of \$1.00.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock will be issued and transferred only to (1) natural persons, (2) estates, or (3) a trust as described in title 26 United States Code Section 1371 defining a qualified "small business corporation".

ARTICLE V - TAX ELECTION

This Corporation, within the time provided for by law, shall make a Subchapter "S" election pursuant to section § 1362(a) of the Internal Revenue Code of 1986, as amended. No person may become a shareholder of this corporation unless the consent to this election and are not otherwise unqualified to so elect. The article shall be ineffective if one hundred (100%) percent of the shareholders affirmatively decline the section § 1326(a) election.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be **LOUIS JERRY COHN, P.A.**, 4300 N. University Drive, Suite B-104, Lauderhill, Florida, 33351. The name of the initial registered agent at that address shall be **L. JERRY COHN, ESQ.**

ARTICLE VII - DIRECTORS

The initial Board of Directors of the Corporation shall consist of one member:

FERN CARLE ARTSTEIN
1009 S.E. 3rd Street, #6
Deerfield, Florida 33441

ARTICLE VIII - PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be:

1009 S.E. 3rd Street, #6
Deerfield, Florida 33441

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of May, 1996.

Fern Carle Artstein
FERN CARLE ARTSTEIN

STATE OF FLORIDA)

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared **FERN CARLE ARTSTEIN** known to me to be the person described in and who executed the foregoing Instrument, who acknowledged before me that she executed the same, that I relied upon the following form of identification of the above named person: Personally Known, and that an oath was not taken.

Witness my hand and official seal in the County and State last aforesaid this 10th day of May, A.D. 1996.

Jeffrey H. Minde
Notary Signature

My Commission Expires: July 18, 1999

Jeffrey H. Minde
Printed Name of Notary



JEFFREY H. MINDE
My Commission CC481634
Expires Jul. 18, 1999
Bonded by HAI
800-422-1888

**STATE OF FLORIDA
DEPARTMENT OF STATE**

The following is submitted, in compliance with Chapter 48.091, Florida Statutes.

STEAMY DREAMY MUSIC, INC.

A corporation organizing under the laws of the State of Florida with its principal office located at 1009 S.E. 3rd Street, , #6, Deerfield, Florida, 33441, has named **L. JERRY COHN, ESQ.**, located at **LOUIS JERRY COHN, P.A.**, 4300 N. University Drive, Suite B-104, Lauderhill, Florida, 33351, as its agent to accept service of process within this State.

NAME	TITLE	SPECIFIC ADDRESS
DIRECTORS		
FERN CARLE ARTSTEIN	President	1009 S.E. 3rd Street, #6 Deerfield, Florida 33441

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at above Florida designated address) in some conspicuous place in the office as required by Law.



L. JERRY COHN, ESQ.

LOUIS JERRY COHN, P.A.
4300 N. University Drive
Suite B-104
Lauderhill, FL 33351