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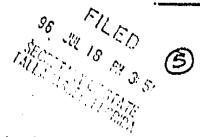
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DECLINATION OF COMMENSATIONS

PROPERTY OF THE DAY 1:38

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# ARTICLES OF INCORPORATION

I, THE UNDERSIGNED, SUBSCRIBER TO THERE ARTICLES FOR THE FORMATION: OF A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

# ARTICLE I

#### CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE LYRICS & LOGOS, INC.

#### ARTICLE II

# NATURE OF CORPORATE BUSINESS !

THIS COMPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF PLORIDA.

# ARTÍCLE III

# CAPITAL STOCK

THIS CORPORATION SHALL BE AUTHORIZED TO HAVE A MAXIMUM OF FIVE HUNDRED (500) SHARES OF STOCKS OUTSTANDING AT ANY GIVEN TIME. THE SHARES OF STOCK AUTHORISED SHALL HAVE A PAR VALUE OF ONE DOLLAR (\$1.00).

## ARTICLE IV.

# INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE ONE HUNDRED 00/00 (\$100.00)/DOLLARS.

#### ARTICLE V

# DURATION AND BEGINNING OF CORPORATE EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN AT THE TIME OF FILING OF THESE ARTICLES OF INCORPORATION BY THE STATE OF FLORIDA.

ALFONSO CORDERO 8025 NW 36 ST #302 Miami, Fl 33166 (305):599.411) 100

# ARTICLE VI

# PRINCIPAL OFFICE AND REGISTERED AGENT

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

850 NE 69 STREET STE, 2R NIAMI, FLORIDA 33138

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA. THE REGISTERED AGENT OF THIS CORPORATION SHALL BE:

PAUL BLACKHALL, 880 NR 69 STREET STE. 2R NIANI, FLORIDA 33138

ARTICLE VII

### DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

# ARTICLE VIII

THE NAME AND TITLE OF THE NEMBERS OF THE FIRST BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME

TITLE

PAUL BLACKHALL

PRESIDENT

ALICIA BLACKHALL

SECRETARY TREASURER

### ARTICLE IX

#### SUBSCHIBER

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

PAUL BLACKHALL

860 NE 69 STREET STE. 2R MIAMI, FLORIDA 33138

#### ARTICLE X

#### PRESSPITIVE RIGHTS

SHOULD ANY STOCKHOLDER WISH TO DISPOSE OF HIS STOCK IT SHALL FIRST BE OFFERED TO THE REMAINING STOCKHOLDERS, AT A PRICE HO GREATER THAN A BONA-FIDE OFFER BY ANY THIRD PERSON, AND SAID SHALL BE AVAILABLE FOR A PERIOD OF MINETY (90) DAYS TO SUCK REMAINING STOCKHOLDERS. IN THE SUSHT THAT ANY OF SAID STOCK IS NOT PURCHASED BY ANY OF THE REMAINING STOCKHOLDERS WITHIN MINETY (90) DAYS OF THE OFFER, SAID STOCK MAY THEN BE SOLD BY THE STOCKHOLDER TO A THIRD PERSON APPROVED BY THE OTHER SHAREHOLDERS.

#### ARTICLE XI

# AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE HANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

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# ARTICLE XIL

THE STOCK OF THIS CORPORATION HAY BE ISSUED FURSUANT TO THE PROVIDIOUS OF SECTION 1244 OF THE INTERNAL REVENUE CODE, SO THAT THE STOCKHOLDERS OF THE CORPORATION HAY RECEIVE THE BENEFITS PROVIDED THEREUNDER.

IN WITHRES WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THE 18 DAY OF JULY, 1996.

PAUL BUNCHALL

# ACKNOWLEDGMENT

HAVING BEEN NAMED ABOVE AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE SLATED CORPORATION, AT PLACE DESIGNATED: IN THIS CERTIFICATE, I HERELY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO REEPING OPEN SAID OFFICE.

Cal Blackfull