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CORPORATION(S) NAME

*Ocean Sound Development, Inc.*

*Profit Arts of Inc.*

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- Limited Partnership
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CR2E031 (1-89)

AUG 30 1996

**ARTICLES OF INCORPORATION  
OF  
OCEAN SOUND DEVELOPMENT, Inc.**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLE I - NAME**

The name of this corporation is **OCEAN SOUND DEVELOPMENT, Inc.** and its principal place of business is 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of conducting any and all lawful business within the State of Florida.

**ARTICLE IV - BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than (1). The name and address of the initial director of this corporation is:

**RICHARD PALADINO  
505 South Flagler Drive, Suite 1330  
West Palm Beach, FL 33401**

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at that address is **RICHARD PALADINO**.

#### **ARTICLE VI - CAPITAL STOCK**

The total number of shares of stock which the corporation shall have authority to issue is Seven Thousand Five Hundred (7,500) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to Seven Thousand Five Hundred Dollars (\$7,500.00).

#### **ARTICLE VII - INDEMNIFICATION**

This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

#### **ARTICLE VIII - INCORPORATOR**

The name and mailing address of the person signing these Articles of Incorporation is:

**RICHARD PALADINO**  
505 South Flagler Drive, Suite 1330  
West Palm Beach, FL 33401

ARTICLE IX - OFFICERS

The following named person shall be all the officers of this corporation from its inception and until his successor is duly elected and qualified:

President/Secretary

RICHARD PALADINO

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 29th of August, 1996.



RICHARD PALADINO

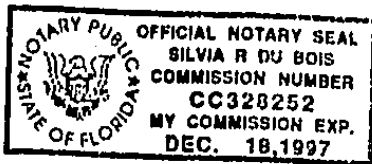
STATE OF FLORIDA

COUNTY OF PALM BEACH

)  
) s.s.  
)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared RICHARD PALADINO who is personally known to me and who did not take an oath, and that he executed the foregoing instrument, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal, in the state and county aforesaid, this 29th day of August, 1996.



  
Notary Public, State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, OCEAN SOUND DEVELOPMENT COMPANY, INC. desiring to organize under the laws of the State of Florida with its principal office located in the City of West Palm Beach, County of Palm Beach, State of Florida, has named RICHARD PALADINO, whose address is 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named as the registered agent for the above stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: August 29, 1996

  
\_\_\_\_\_  
RICHARD PALADINO

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