

8/20/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: JACK OFF JILL MUSIC, INC.

AUDIT NUMBER.....H97000013749

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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B. REGISTER AUG 21 1997

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ARTICLES OF INCORPORATION  
OF

JACK OFF JILL MUSIC, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND ADDRESS

The name of the corporation is JACK OFF JILL MUSIC, INC., and the principal office address of this corporation is 321 NE 48th Court, Ft. Lauderdale, Florida 33334.

ARTICLE II. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. CAPITAL STOCK

The number of shares the corporation is authorized to issue is 1,000 all of which shall be common shares, and all of which shall have a par value of \$1.00 per share.

ARTICLE IV. INITIAL REGISTERED OFFICE OF AGENT

The street address of the initial registered office of the corporation is:

321 NE 48th Court  
Ft. Lauderdale, Florida 33334

and the initial registered agent of the corporation at such address is:

Robin Moulder

which agent, pursuant to Section 48.091, Florida Statutes, shall accept service of process within this State.

ARTICLE V. INCORPORATOR

The name and address of each incorporator is: Robin Moulder, 321 NE 48th Court, Ft. Lauderdale, Florida 33334.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, or services in payment of corporate debts or otherwise shall have the right to purchase his/her proportionate share thereof.

PREPARED BY:

DREW JACKSON  
GA BAR NO. 386335  
809 VERNON ST, NW  
ATLANTA, GA 30318  
(404) 609-9885

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MANAGEMENT VII. MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors or officers.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

This 11 day of August, 1997.

  
Robin Moulder, Incorporator

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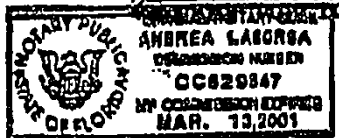
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STATE OF FLORIDA  
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the state and county above named, to take, acknowledgements, personally appeared to me ROBIN MOULDER known to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me that she executed those Articles of Incorporation.

WITNESS my hand and official seal in the county and state above named this 11 day of August, 1997.

My Commission Expires:



The undersigned having been named to accept service of process for the above referenced corporation at the place designated in Article IV. hereof, hereby accepts such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.

Robin Moulder  
REGISTERED AGENT-ROBIN MOULDER

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