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REGISTRATION ONLY

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CORPORATION(S) NAME

Groove Society, Inc.

FILED
97 OCT 14 AM 11:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA


Empire Toll Free: 1-800-432-3028

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|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk in | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

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W.P. Verifier

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certified copy
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97 OCT 14 AM 10:06
DIVISION OF CORPORATION

CR2E031 (R8-85)

ARTICLES OF INCORPORATION

of

Groove Society, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Groove Society, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One thousand shares (1000) of one Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Michael A. Molle</u>		
ADDRESS	<u>3203 Glenmoore dr.</u>		
CITY	<u>WPR</u>	FLORIDA	<u>FL</u> ZIP <u>33409</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Groove Society inc</u>		
ADDRESS	<u>3203 Glenmoore dr</u>		
CITY	<u>WPR</u>	FLORIDA	<u>FL</u> ZIP <u>33409</u>

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Michael A. Malle / President		
ADDRESS	3203 Glenmoore dr		
CITY	WPIB	STATE	FL ZIP 33409
NAME	Thomas R. Alastra / Vice President		
ADDRESS	126 Egret dr		
CITY	Jupiter	STATE	FL ZIP 33458
NAME	Thomas Hahn / Treasurer		
ADDRESS	3203 Glenmoore dr		
CITY	WPIB	STATE	FL ZIP 33409

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Michael Malle		
ADDRESS	3203 Glenmoore dr		
CITY	WPIB	STATE	FL ZIP 33409
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 10 day of October, 1997.

Michael Malle (Seal)
[Signature] (Seal)
[Signature] (Seal)

**CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

Groove Society Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 3203 Glenmoore dr
WPB, FL. 33409

has named Michael A. Mollie

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Michael Mollie
(registered agent)

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