TRANSMITTAL LETTER

Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314

Bit Player, Inc.
(Proposed corporate name - must include suffix)

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\$70.00 Filing Fee

Filing Fee & Certificate **\$122.50**

Filing Fee & Certified Copy

\$131.25 Filing Fee,

Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

4911 Buck Lally Rev. Tallahassee FL 32311 City, State & Zip 904 656-1445
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BitPlayer, Inc.

ARTICLE II PRINCIPAL OFFICE

The principle place of business and mailing address of this corporation shall be:

BitPlayer, Inc. 4911 Buck Lake Rd.

Tallahassee, FL 32311

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Larry R. Weinstein 4911 Buck Lake Rd.

Tallahassee, FL 32311

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Larry R. Weinstein

4911 Buck Lake Rd.

Tallahassee, FL 32311

ARTICLE VI CAPITAL STOCK

Initial shareholders and the number of shares owned by each are:

Larry R. Weinstein: 750 shares

Bruce Slager: 250 shares

ARTICLE <u>VII</u> OFFICERS

The initial officers of the corporations shall be a president and vice-president. The names of the persons who are to serve as the initial officers and their respective offices are:

President: Larry R. Weinstein Vice-President: Bruce Slager Secretary-Treasurer: Bruce Slager

ARTICLE VIII DIRECTORS

The number of directors constituting the initial board of directors is two. Their names are:

Larry R. Weinstein Bruce Slager

ARTICLE IX AMENDMENTS

The stockholders of the corporation at any regular or special meeting may amend these articles of incorporation.

Signature/Incorporator

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature/Registered Agent

Date