DATE: 8/7/98

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Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314 600002619516--8 -08/19/98--01010--004 \*\*\*\*122.50 \*\*\*\*122.50

Re: Teratoid Music, Inc. 1316 - 28 Avenue Drive W. Palmetto, Fl. 34221

#### Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Nicholas Kovtuschenko

Teratioi Music, Inc. 1316 - 28 Avenue Drive W. Palmetto, F1. 34221 941-729-2344

## ARTICLES OF INCORPORATION

|             |  | of                                |   |
|-------------|--|-----------------------------------|---|
| 1           | TERATOID   | MUSIC                             | INC.                                      |
|             |  | (name of corporation)             |   |
| The undersi | gned acting as the incorporators of a cles of incorporation for such corpo | a corporation under the Foration: | lorida Business Corporation Act, adopt(s) |

| the following articles of incorporation: | for such corporation:                             |              |
|--|---|--------------|
|  | ARTICLE I - CORPORATE NAME                        | 98 to Second |
| The name of the corporation is:          | ·   |              |
| TERATO                                   | ID MUSIC INC                                      | 6 3 6 G      |
| , . ,                                    |   | 3 305        |
|  | ARTICLE II DURATION                               | 8; 32        |
| This corporation shall exist perpe       | tually 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

#### ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

| STREET ADDRESS 1316 - 28THA   | UE DRIVE WEST |           |
|-------------------------------|---------------|-----------|
| CITY PALMETTO.                | FLORIDA       | ZIP 34221 |
| Mailing address, if different |               |           |
| STREET ADDRESS                |               |           |
| SANIE                         |               |           |
| CITY                          | FLORIDA       | ZIP       |

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

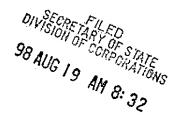
The street address of the initial registered office and the name of the initial registered agent at the office is:

| NAME MICHOLAS KOVTI       | USCHENKO   |           |
|---------------------------|------------|-----------|
| ADDRESS 1316 -28TH A U.F. | DRIVE WEST |           |
| CITY PALMETTO             | FLORIDA    | ZIP 34221 |
|                           |            |           |

### ARTICLE VII - INITIAL BOARD OF DIRECTORS

| either increased or diminished from time to ti<br>addresses of the initial director(s) of the corpo | me by the By-Laws, l    | out shall r | _                     | e (1). The names and |
|---|-------------------------|-------------|-----------------------|----------------------|
| NAME NICHOLAS K   | 017-051                 | HE          | NKO                   |                      |
| ADDRESS 1316 - 28th   |                         |             |                       |                      |
| CITY PALMETTO   |                         | STATE       | FLA                   | ZIP 34221            |
| NAME DON VAILLE   |                         |             | •                     |                      |
| •   | T WEST                  |             |                       |                      |
| CITY BRADENTON  |                         | STATE       | FLA                   | ZP 34205             |
| NAME QUETIN H.  |                         | ٧           |                       |                      |
| ADDRESS 615 LEFFIN  |                         |             |                       |                      |
| CITY ELLENTON.  | -                       | STATE       | FLA                   | ZIP34222             |
|   | ARTICLE VIII - INC      |             |                       |                      |
| The names and addresses of the incorporators  | s signing these Article | s of Inco   | poration are as follo | ws:                  |
| NAME NICHOLAS K   | OVTSCH                  | + EN I      | <b>CO</b>             |                      |
| ADDRESS 1316 - 2874   |                         |             |                       |                      |
| CITY PALMETTO   |                         | STATE       | FLA                   | ZIP 34221            |
| NAME  |                         |             |                       |                      |
| ADDRESS _   |                         |             |                       |                      |
| CITY  |                         | STATE       |                       | ZIP                  |
| NAME  |                         |             |                       |                      |
| ADDRESS   |                         |             |                       |                      |
| CITY  |                         | STATE       | -                     | ZIP                  |
| The undersigned incorporator(s) have exe  | ecuted these Articles   | of Inco     | rporation this        | 14                   |
|   | Mic                     | liste       | state                 | (Signature)          |
|   | <u></u>                 | on          | Vailette              | (Signature)          |
|   | 24                      | ente        | Dien                  | Signature)           |

# CERTIFICATE OF DESIGNATION REGISTERED AGENT/ REGISTERED OFFICE



| TERATOID | Music,              | INC |   |
|----------|---------------------|-----|---|
| (n       | ame of corporation) | )   | - |

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

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

at 1316-28TH AVE DRIVE WEST

has named NICHOLAS KOVTUSCHENKO

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

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)

(Date)

Micheles.