

P98000108462

USA CORPORATE SERVICES, INC.

Resident Agent Services: 3885 S. Decatur Blvd., Suite 2010, Las Vegas, NV 89103, 702-871-8535, Fax 702-871-8427
Account Processing: PO Box 58975 Seattle, WA 98138, 206-248-1125, Fax 206-248-0771

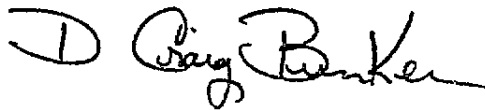
Re: High Point Capital Corporation & Simons Music Studio, Inc.

To Whom It May Concern:

Please send a Certified copy of these Corporate papers and Certificate to the address below when completed.

U.S.A. Corporate Services, Inc.
14900 Interurban Avenue South Suite 201
Seattle, WA 98168
(206) 248-1128

Thank you,



D. Craig Bunker

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-12/21/98--01135--014
****262.50 *****87.50

FILED
98 DEC 30 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

189,2589,524,2550
W/98-28626



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1998

D. CRAIG BUNKER
USA CORPORATE SERVICES, INC.
POST OFFICE BOX 58975
SEATTLE, WA 98138

SUBJECT: SIMONS MUSIC STUDIO, INC.
Ref. Number: W98000028626

We have received your document for SIMONS MUSIC STUDIO, INC. and your check(s) totaling \$262.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

WE NEED THE COMPLETE NAME AND ADDRESS OF THE REGISTERED AGENT IN ARTICLE V.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 598A00060108

**STATE OF FLORIDA
FOR-PROFIT CORPORATION**

**ARTICLES OF INCORPORATION
OF
SIMONS MUSIC STUDIO, INC.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME:

The name of the corporation shall be: SIMONS MUSIC STUDIO, INC.

ARTICLE II: DURATION:

The duration of the Corporation's life shall be perpetual.

ARTICLE III: STOCK:

The total authorized capitol stock of the Corporation shall be Twenty-Four Thousand (24,000) shares of Common stock, and One Thousand (1,000) shares of Preferred stock with a par value of .001.

ARTICLE IV: PREEMPTIVE RIGHTS:

There are no preemptive rights granted.

ARTICLE V: RESIDENT AGENT:

The resident agent of the Corporation shall be NRAI SERVICES, INC. and the address of the resident agent shall be located in the State of Florida, City of Tallahassee, at the following address: 526 East Park Avenue, 32301

ARTICLE VI: INCORPORATORS:

The name and address of the Incorporator of this Corporation is as follows:
D. Craig Bunker, 14900 Interurban Avenue South, Suite 201, Seattle, WA 98168

**ARTICLE VII: LIABILITY OF OFFICERS, DIRECTORS,
EMPLOYEES, AND AGENTS:**

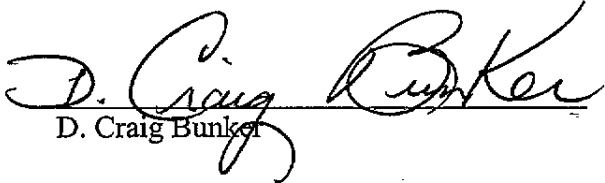
As fully as possible under the laws of the State of Florida as they now exist and as they may from time to time be revised, the Corporation intends that its' Officers, Directors, Employees, and Agents be protected from legal action by stockholders or other persons (natural or otherwise) on account of service as Officers, Directors, Employees, or Agents of the Corporations. An Officer, Director, Employee, or Agent shall not be liable for damages of the Corporation to stockholders or to any other person (natural or otherwise) unless such Officer, Director, Employee, or Agent engaged in personal fraud affecting such action or actions of the Corporation.

ARTICLE VII: PRINCIPAL OFFICE

The principal office of the corporation shall be located in the state of Florida at 1708 South West 44TH Street, in the City of Cape Coral 33914

Any provision not inconsistent with the law, for the regulation of the internal affairs of the Corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned Incorporator executed these Articles of Incorporation on this, 29 day of Dec, 1998.


D. Craig Bunker

**CERTIFICATE OF ACCEPTANCE OF APPOINTMENT BY AGENT
FOR SERVICE OF PROCESS**

IN THE MATTER OF

SIMONS MUSIC STUDIO, INC.

I, NRAI SERVICES, INC., hereby accept the appointment as
Agent for Service of Process of the above entitled Corporation in accordance with Florida
Statutes.

FURTHERMORE, that the office for the agent of service of process in this state
is located at 526 E. Park Avenue, Town of Tallahassee, 32301
County of _____.

IN WITNESS WHEREOF, I have set my hand this 16th Day of Dec. 1998.

Delanie Lundgren
AGENT FOR SERVICE OF PROCESS
Delanie Lundgren, Asst. Sec.

FILED
98 DEC 30 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA