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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : PARCORP SERVICES, LTD.
Account Number : I19990000011
Phone : (708) 974-1284
Fax Number : (708) 974-1298

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Auerbach Studio Inc.

Certificate of Status	0
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**STATE OF FLORIDA
ARTICLES OF INCORPORATION OF
AUERBACH STUDIO INC.**

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:
"AUERBACH STUDIO INC."

SECOND: The street address of the initial principal office of the corporation shall be 8674 Bridle Path Court, Davie, FL 33328, and the mailing address of the corporation shall be the same.

THIRD: The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH: The number of shares the corporation is authorized to issue is 1,000 shares of common stock having No Par Value per share.

FIFTH: The street address of the initial registered office of the corporation is 8674 Bridle Path Court, Davie, FL 33328, and the name of its initial registered agent at such address is: Richard B. Auerbach.

SIXTH: This corporation is to exist perpetually.

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is One (1), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

Richard B. Auerbach, 8674 Bridle Path Court, Davie, FL 33328

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

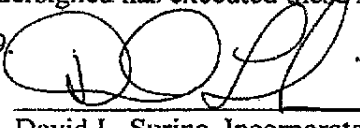
David L. Surina: 11018 Southwest Highway, Palos Hills, IL 60465

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of February, 1999.

Preparer Info:

David L. Surina / Parcorp Services, Ltd.
11018 Southwest Hwy.
Palos Hills, IL 60465
Phone: 708-974-1284

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David L. Surina, Incorporator

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ARTICLES OF INCORPORATION - PAGE 2

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

CORPORATION NAME: AUERBACH STUDIO INC.

Acceptance by the Registered Agent as required in section 607.0501 (3)
F.S.: Richard B. Auerbach, is familiar with and accepts the obligations
provided for in Section 607.0505.

Dated:

BY 
Richard B. Auerbach

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