PG 9 000015507 LAW OFFICES OF ROBERT J. ARNOLD 224 Datura Street, Suite 315

224 Datura Street, Suite 315 West Palm Beach, FL 33401 (561) 833-6300 ◊ Fax: (561) 833-8880

February 12, 1999

VIA U.S. MAIL

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32301

Dear Sir/Madam:

900002776959--E

****122.50 *****78.75

I have enclosed the Articles of Incorporation for Trucks, Podell, Stoll, Blank, Horowitz & Halmos Jam Music Corporation. I have also enclosed my firm's check # 1131 for \$122.50 to cover the costs of the filing and certification fees. If you should have any questions regarding this matter, please feel free to contact me.

Yours truly,

Robert J. Arnold

enclosures

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ARTICLES OF INCORPORATION

OF

TRUCKS, PODELL, STOLL, BLANK, HOROWITZ & HALMOS JAM MUSIC CORPORATION

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this corporation is *Trucks, Podell, Stoll, Blank, Horowitz & Halmos Jam Music Corporation*.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 25,000,000 shares of common stock at par value of .001 per share

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The street address of the Corporation shall be **224 Datura Street**, **Suite 315**, **West Palm Beach**, **Florida 33401**. The name of the Corporation's initial registered agent is **Robert J. Arnold**.

ARTICLE V

The number of directors constituting the initial Board of Directors of this Corporation is two (2). The names and street addresses of the initial director of this Corporation is:

<u>Name</u>	Address
Claude H. Trucks	224 Datura Street, Suite 315 West Palm Beach, Florida 33401
Robert J. Arnold	224 Datura Street, Suite 315 West Palm Beach, Florida 33401

The initial directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

ARTICLE VI

The name and address of the incorporator is Robert J. Arnold, 224 Datura Street, Suite 315, West Palm Beach, Florida 33401.

ARTICLE VII

It is the intention of the corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.014, Florida Statutes.

ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE IX

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the By-Laws of the Corporation.

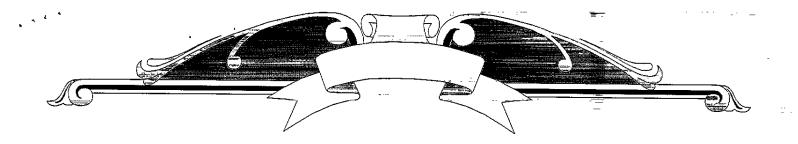
The shareholders of this Corporation shall have exclusive authority to fix the

compensation of directors of this Corporation unless otherwise provided in the By-Laws.

ARTICLE X

Board of Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a telephone conference as provided by law, but

regular meetings of the Directors must be attended in fact in person	ovided by law, but n by each director.
IN WITNESS WHEREOF, the incorporator Robert J. Arnold exect of Incorporation this 12 day of 1999.	uted these Articles Robert Arnold
STATE OF FLORIDA) COUNTY OF PALM BEACH)	
The foregoing instrument was acknowledged before me this 12 day of Feb 1999 by Abert (Trno) who is personally known to me and who both took an oath.	· · · · · · · · · · · · · · · · · ·
On the Profile	ide
Notary Public Joan E. Erpelding	ਵਾਂ . - ਹਵਾ ਂ
State of Florida	Fig.



<u>CERTIFICATE OF DESIGNATION</u> <u>REGISTERED AGENT/REGISTERED OFFICE</u>

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Trucks, Podell, Stoll, Blank, Horowitz & Halmos Jam Music Corporație

2. The name and address of the registered agent and office is:

Robert J. Arnold 224 Datura Street, Suite 315 West Palm Beach, Florida 33401

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 OF 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 2-12-99

