



THE UNITED STATES
CORPORATION
COMPANY

P99000049766

ACCOUNT NO. : 072100000032

REFERENCE : 250210 4372512

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Puyate

ORDER DATE : May 21, 1999

ORDER TIME : 3:02 PM

ORDER NO. : 250210-005

600002893356--6

CUSTOMER NO: 4372512

CUSTOMER: Gregg E. Jaclin, Esq
RICHARD I. ANSLOW, ESQ.
RICHARD I. ANSLOW, ESQ.
Freehold Office Plaza
4255 Route 9 Suite D
Freehold, NJ 07728

DOMESTIC FILING

NAME: LP RECORDS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie L. Glisar

EXAMINER'S INITIALS

Handwritten signature/initials

FILED
99 JUN -2 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUN -2 PM 4:42
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LP RECORDS, INC.

FILED
99 JUN -2 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LP RECORDS, INC.

The address of the principal office of this corporation shall be 513 North Country Club Drive, Atlantis, Florida 33462, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 15,000,000 shares of common stock having \$0.0001 par value per share and 5,000,000 shares of preferred stock having \$0.0001 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 513 North Country Club Drive, Atlantis, Florida 33462, and the name of the initial registered agent of the corporation at that address is William H. Luckman

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

William H. Luckman Dir.	513 North Country Club Drive Atlantis, FL 33462
Sharone Perlstein Dir.	513 North Country Club Drive Atlantis, FL 33462

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on June 2, 1999.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Incorporator, Laura R. Dunlap

BJK/agl

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

William H. Luckman, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

LP RECORDS, INC.

William H. Luckman is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: W. H. Luckman

Typed Name: William H. Luckman

FILED
99 JUN -2 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA