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CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: ALEJANDRO BASSI ART & MUSIC, INC.
AUDIT NUMBER.....H98000019833
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

98 OCT 26 PM 1:02

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ALEJANDRO BASSI ART & MUSIC, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: **ALEJANDRO BASSI ART & MUSIC, INC.**

ARTICLE II: DURATION

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Agent of this Corporation shall be:

**Alejandro Bassi
2310 SW 141 Avenue
Miami, Florida 33175**

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

**2310 SW 141ST AVENUE
Miami, Florida 33172**

H98000019833

These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number 320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be three (2) initially. The name and street address of the initial Directors are:

Alejandro Bassi
2310 SW 141 Avenue
Miami, Florida 33175

Luz M. Molina
2310 SW 141 Avenue
Miami, Florida 33175

ARTICLE VI: OFFICERS

The initial President, Vice-president, Secretary and Treasurer of the Corporation are:

Alejandro Bassi, President & Treasure
Luz Molina, Vice-President
Manuel Medina Secretary

ARTICLE VII: STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding is One Thousand Shares.

ARTICLE VIII: INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

Alejandro Bassi
2310 SW 141st Avenue
Miami, Florida 33175

ARTICLE IX: AMENDMENTS

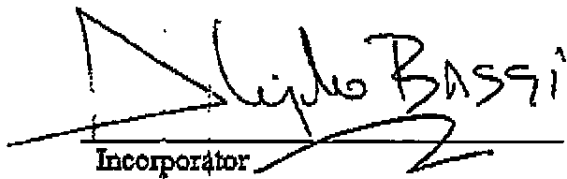
This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments thereto.

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IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR
HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS
26th DAY OF OCTOBER 1998.


Incorporator

H98000019833

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320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT & REGISTERED OFFICE**

Pursuant to the provisions of the 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:

The name of this corporation is: **ALEJANDRO BASSI ART & MUSIC, INC.**

The name and address of the Registered Agent and Registered Office is:

Alejandro Bassi
2310 SW 141st Avenue
Miami, Florida 33175

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.

DATED: October 26th, 1998


Alejandro Bassi

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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