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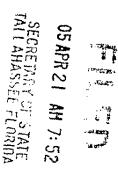
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W05-14037

T. Hampton APR 2 2 2005

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:	JL RECORDS, INC.		
	(PROPOSED CORPORA	TE NAME – <u>MUST INCL</u>	UDE SUFFIX)
Enclosed are an ori	iginal and one (1) copy of the art	icles of incorporation and	l a check for:
□ \$70.00 Filing Fee		\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED
FROM: _		e (Printed or typed)	
	17 E. FLAGLER STREET, SUITI	E 208 Address	
	MIAMI, FL, 33160	, State & Zip	
	(305) 403-0335 Daytime 3	Telephone number	

NOTE: Please provide the original and one copy of the articles.



March 17, 2005

RAFAEL DE LA ROSA 17 E FLAGLER ST STE 208 MIAMI, FL 33160

SUBJECT: JL RECORDS, INC. Ref. Number: W05000014037

We have received your document for JL RECORDS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P05000017418 (J & L RECORDS INC.).

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) 245-6855.

Tammy Hampton Document Specialist New Filings Section

Letter Number: 805A00018556

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

<u>ARTICLE I NAME</u>

The name of the corporation shall be:

PANTHEON RECORDS, INC.

05 APR 21 AM 7: 52

SECRETARY OF STATE TALLAHASSEF FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is: 17 E. FLAGLER ST., STE. 208 MIAMI, FL, 33131

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

This corporation may engage or transact in any of 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 IV SHARES

The number of shares of stock is:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 250,000 shares of common stock having \$1.00 per value per share

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Rafael DeLaRosa

17 E. Flagler St., Suite 208, Miami, FL, 33131 President

Saulismael Fernandez

17 E. Flagler St., Suite 208, Miami, FL, 33131 Vice President

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

DE LA ROSA ENTERPRISES, INC. 17 E. FLAGLER STREET, SUITE 208 MIAMI, FL, 33131

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

DE LA ROSA ENTERPRISES, INC. 17 E. FLAGLER STREET, SUITE 208 MIAMI, FL, 33131

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Tope la Loga Signature/Registered Agent	April 15, 2005
Signature/Registered Agent	Date
Pokuel De La Lorses Signature/Incorporator	April 15, 2005
Signature/Incorporator	Date