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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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03 JAN 29 AM 8:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

letra y musica studios, inc.

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**ARTICLES OF INCORPORATION
OF
LETRA Y MUSICA STUDIOS, INC.**

03 JAN 29 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, RAMON R. DE CIRIA AND LUIS A. SARMIENTO , hereby associate ourselves for the purpose of becoming a corporation under the Laws of the state of Florida, by and under the provisions of the statutes of the state of Florida.

ARTICLE I

The name of this corporation shall be:

LETRA Y MUSICA STUDIOS, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. To engage in any legal business.
- b. In the Purchase or acquisition of business rights of franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raises, borrow, and secure the payment of money in any lawful manner, including issue and sale of other disposition of bonds, warrants debentures, obligations, negotiable and transferable instruments and evidence of all kinds, whether secured by mortgage, pledge, deed or trust otherwise.
- c. Generally to perform and make contracts of any kind and description and for the purpose of Attaining any of the objects of the corporation, to do and perform any other acts or thing, and to exercise any and all powers, which a copartnership or natural person could do and exercises, and which now are, or hereafter may be, authorized by law and generally to do and perform any and all things necessary or incident to the performing and carrying out of the power hereinabove specifically delegated of implied.

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ARTICLE III CAPITAL STOCK

The authorized capital stock of this corporation shall be divided into 100 shares of common stock of ONE DOLLARS PAR VALUE. All said stocks shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or un-issued stocks of this corporation until such time as an Amendment to the by-laws may be passed. This provision is made pursuant to Florida Statute 608.42.

ARTICLE IV CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be a minimum of ONE HUNDRED DOLLARS.

ARTICLE V CORPORATE EXISTING

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation Shall be; 1942 N.E. 149 ST. NORTH MIAMI, FL 33181 and with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII

The Resident Agent designated to accept service of process for the corporation shall be: RAMON R. DE CIRIA

ARTICLE VIII

The number of Directors of this corporation shall be not less than ONE (1) nor more than FIVE (5).

ARTICLE IX DIRECTORS

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME	ADDRESS
RAMON R. DE CIRIA	7320 OLD CUTER ROAD CORAL GABLES, FL 33143
LUIS A. SARMIENTO	5600 COLLINS AVE APT 7 MIAMI BEACH, FL 33140

ARTICLE X

The name and address of the Officers of this corporation who shall hold offices for the first year or until their successors are chosen shall be:

NAME	TITLE	ADDRESS
RAMON R. DE CIRIA	PRESIDENT	7320 OLD CUTER ROAD CORAL GABLES, FL 33143
LUIS A. SARMIENTO	VIC-PRESIDENT	5600 COLLINS AVE APT 7 MIAMI BECH, FL 33140

ARTICLE XI

The names and post office addresses of the subscribers and the number of shares each agree to take are:

NAME	ADDRESS	NUMBER OF SHARES
RAMON R. DE CIRIA	7320 OLD CUTER ROAD CORAL GABLES, FL 33143	50
LUIS A. SARMIENTO	5600 COLLIN AVE APT 7 MIAMI BEACH, FL 33140	50

ARTICLE XIII

ACKNOWLEDGEMENT

STATE OF FLORIDA)

SS:

COUNTY OF DADE)

I HEREBY CERTIFY that on this 8th day of JANUARY, 2003 personally appeared before me, the undersigned Notary Public in and for the State of Florida, RAMON R. DE CIRIA AND LUIS A. SARMIENTO parties to the foregoing Certificate of Incorporation, and each acknowledged that they subscribe and acknowledges the foregoing Certificate as and for their voluntary act and deed, and that the facts herein set forth are true and correct as given under my hand and official seal, the day and year written at Coral Gables, Dade County, Florida.

Notary Public
State of Florida at Large
My commission expires:

Subscriber: _____

RAMON R. DE CIRIA
PRESIDENT

LUIS A. SARMIENTO
VICE-PRESIDENT

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ARTICLE XII

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.

In compliance with Section 48.091, Florida Statutes, the following is
submitted:

First, that LETRA Y MUSICA STUDIOS, INC. desiring to organize
or qualify under the law of the State of Florida, with its principal place
of business at Miami County, State of Florida, has named RAMON R.
DE CIRIA of 7320 OLD ROAD, CORAL GABLES, FL 33143 as its
agent to accept service of process within Florida.



RAMON R. DE CIRIA
CORPORATE OFFICER

DATE: JANUARY 8, 2003

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree
to act in this capacity, and I further agree to comply with the
provisions of all Statutes relative to the proper and complete
performance of my duties.



RAMON R. DE CIRIA

DATE: JANUARY 8 2003

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TALLAHASSEE FLORIDA