

**F02000004122**

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

S/S FOR CORP CCHUS

SUBJECT: MUSITECA MUSIC CORPORATION  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",  
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation  
to transact business in Florida.

MJH

Please return all correspondence concerning this matter to the following:

W02-13029

Raphael Barbosa Da Silva 300005366933--6  
(Name of Person) -04/23/02--01049--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

MUSITECA MUSIC CORPORATION  
(Firm/Company)

10544 NW 26 St. Suite 104-E  
(Address)

Miami, FL 33172 300005366933--6  
(City/State and Zip code) -08/13/02--01050--002  
\*\*\*\*\*650.00 \*\*\*\*\*650.00

For further information concerning this matter, please call:

Raphael Barbosa da Silva at (305) 599-2011  
(Name of Person) (Area Code & Daytime Telephone Number)

02 AUG -8 AM 3:24  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

May 7, 2002

**RAPHAEL BARBOSA DA SILVA**  
**MUSITECA MUSIC CORPORATION**  
10544 NW 26TH ST., SUITE 104-E  
MIAMI, FL 33172

**SUBJECT: MUSITECA MUSIC CORPORATION**  
Ref. Number: W02000013029

We have received your document for MUSITECA MUSIC CORPORATION and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.

Please return 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) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 002A00028542



June 12<sup>th</sup>, 2002

*Mrs. Michelle Hodges*  
Document Specialist  
Division of Corporations  
**Florida Department of State**  
PO BOX 6327  
Tallahassee, FL 32314

Ref: Letter Number W02 000 013 029

Dear Mrs. Hodges,

I assumed my present job as Chief Financial Officer of Musiteca Music Corporation and I am in the process of fixing many things my predecessor did not do.

This registration request is a proof of our good faith, and I would ask you if this civil penalty of \$1,000.00 could be waived, and we would pay the remaining \$150.00.

Sincerely,

Raphael C. Barbosa da Silva  
CFO  
Musiteca Music Corporation

**MUSITECA Music, Inc.**

2544 NW 26th Street, Suite E104, Miami, FL 33172 Phone (305) 599 2011 Fax (305) 599 1086 Email Musiteca@AOL.com

TO: Gerry York, General Counsel's Office  
FROM: Gretchen S. Harvey, Registration Section  
DATE: June 27<sup>th</sup>, 2002  
SUBJECT: MUSITECA MUSIC CORPORATION  
REFERENCE: W02000013029

*G/R*  
*\$600,000*  
*\$500 penalty*

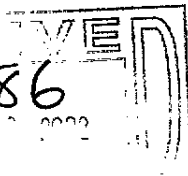
Pursuant to Mr. Barbosa da Silva's letter of June 12<sup>th</sup>, the attached documents and correspondence are being forwarded to you for appropriate handling.

Please note the attached documents appear to meet the filing requirements stipulated in Chapter 607, Florida Statutes, with the exception of any penalty or annual report fees that may be due this office.

Should you have any further questions concerning this matter, please do not hesitate to get in touch.

/gsh

305-599-1086





**FLORIDA DEPARTMENT OF STATE**  
**Katherine Harris**  
**Secretary of State**  
**OFFICE OF THE GENERAL COUNSEL**

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**F A C S I M I L E   T R A N S M I T T A L**

**TO FAX NUMBER: 305-599-1086**

**Please deliver the following pages to:**

**NAME: Raphael C. Barbosa da Silva**

**COMPANY: Musiteca Music Corporation**

**CITY/STATE: Miami, Florida**

**SENDER: Gerard T. York, Esq.,  
Assistant General Counsel**

**DATE/TIME: 07/01/02 6:00 PM**

**NUMBER OF PAGES (including transmittal sheet):2**

**FROM FAX: 850/245-6127**

**COMMENTS: This communication is in response to our telephone conversation today concerning annual report fees and statutory penalties which would be assessed against Musiteca Music Corporation under section 607.1502(4), Florida Statutes.**

**We would offer to settle the issue of annual report fees and foreign non-qualified penalties from Musiteca Music Corporation for the sum of \$650.00, reflecting annual report fees from 2001 of \$150.00 and statutory penalties for the same period assessed at the statutory minimum of \$500.00 per year. This offer remains in effect until August 30, 2002.**

**Upon receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Musiteca Music Corporation a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, PL-02, The Capitol, Tallahassee, Florida 32399-0250.**

**Please do not hesitate to contact me at (850) 245-6514 should you have any questions.**

**PL-02 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250**



# *Department of State*

## *Memorandum Office of the General Counsel*

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TO: File

FROM: Gerard York, Assistant General Counsel

DATE: August 5, 2002

RE: Musiteca Music Corporation

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Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 2001 of \$150.00 and foreign non-qualified penalties of \$ 500.00 assessed at the statutory minimum. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Musiteca Music Corporation  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 06-1612187  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3-20-2001 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. April 2001  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 10544 NW 26 st Suite 104 E Miami, FL 33172  
(Principal office address)
- SAME  
(Current mailing address)

8. Produce Records For the Latin music market  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Raphael Barbosa Da Silva

Office Address: 10544 NW 26 st Suite 104 E

Miami, FL 33172, Florida 33172  
(City) (Zip code)

02 AUG -8 AM 3:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Raphael Barbosa Da Silva  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.



12: Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Mark Jacobs

Address: 383 Main Avenue, Merritt View, PH  
NORWALK, CT 06851

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Giorga W. Breil

\*

G.S. Livingston III

Address: 10544 NW 26 Street #E104  
Miami, Florida 33172

10544 NW 26 Street, #E104  
Miami, Florida 33172

Director: David Good

\*

Bruce Gillis

Address: 383 Main Avenue, Merritt View, PH  
NORWALK, CT 06851

331 Aubrey Road  
Wynnewood, PA 19096

B. OFFICERS

President: Giorga W. Breil

Address: 10544 NW 26 Street, #E104  
Miami, Florida 33172

Vice President: Raphael C. Barbosa da Silva

Address: 10544 NW 26 Street, #E-104  
Miami, Florida 33172

✓ Secretary: Giorga W. Breil

Address: 10544 NW 26 Street, #E-104, Miami, Florida 33172

✓ Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Raphael C. Barbosa da Silva  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rafael C. Barbosa da Silva  
(Typed or printed name and capacity of person signing application)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MUSITECA MUSIC CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3370490. 8300.

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AUTHENTICATION: 1601080

DATE: 02-07-02