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CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAY 28 2004

Thomas J. Skola

Attorney at Law

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Email: tjs@tskola.com

May 19, 2004

Florida Department of State

Division of Corporations

409 East Gaines Street

Tallahassee FL 32399

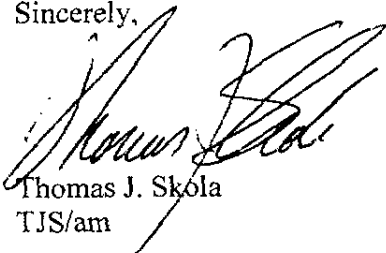
Re: **Etros Music, LLC**

Dear Sirs:

Enclosed are the Articles of Organization for Etros Music, LLC, a Florida limited liability company and our check in the amount of \$155.00.

Your prompt return of the certified copy of these Articles of Organization to my attention at the above address will be appreciated.

Sincerely,



Thomas J. Skola
TJS/am

enclosure

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**Articles of Organization
for
Etros Music, LLC**

The undersigned person, acting as the organizer of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

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HALL COUNTY CLERK
TALLAHASSEE, FLORIDA

1. **Name.** The name of this limited liability company is "Etros Music, LLC" ("Company").
2. **Duration.** The Company's period of duration shall be perpetual from the date of the filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.
3. **Purpose.** The Company is organized to conduct all lawful purposes allowed under the Florida Limited Liability Company Act.
4. **Principal Place of Business.** The mailing and street address of its initial principal place of business is:
10166 NW 47 Street
Sunrise, Florida 33351
5. **Registered Agent and Office.** The name and address of its registered agent, whose "Consent to Appointment as Registered Agent" is included with these Articles, is:

Thomas J. Skola, Esq.
1001 Brickell Bay Drive, Suite 1508
Miami, FL 33131-9678

The address of its registered office is:
1001 Brickell Bay Drive, Suite 1508
Miami, FL 33131-9678
6. **Capitalization.** The initial capital contributions of its members have a value of \$40,000.00.
7. **Additional Capital Contributions of Members.** Additional capital contributions may be contributed only upon the unanimous vote of the members, and no additional capital contribution will ever be required at the request of non-member third parties.
8. **Admission of Additional Members.** Additional members may be admitted only upon such terms as are unanimously agreed to by all members pursuant to the applicable provisions in the Operating Agreement.
9. **Continuity.** The members have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.
10. **Management.** The business of the Company shall be managed by one or more managers and is, therefore, a manager-managed company. The names and mailing addresses of the initial Co-Managing Directors of the Company are:

Renato Demoraes
390 Carrington Drive
Weston, Florida 33326

Georges Firmignac
13101 Parkside Terrace
Cooper City, Florida 33330
11. **Initial Members.** The names and addresses of the initial members of the Company are as follows:

- A. Thor International C.V.
Amicorp Building
Prof. J. H. Bavinklaan 7
1183 AT Amstelveen
The Netherlands
- B. Scriptum International Inc.
390 Carrington Drive
Weston, FL 33326
- C. Georges Firmignac
13101 Parkside Terrace
Cooper City, FL 33330

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JUDICIAL CONFIRMATIONS
TALLAHASSEE, FLORIDA

Dated this 20th day of May, 2004

Renato Demoraes
Renato Demoraes

as the authorized representative
of Thor International C.V. and Scriptum International Inc.

State of Florida)
County of Miami-Dade) ss

The foregoing Articles of Organization were acknowledged before me this 20 day of May, 2004, by Renato Demoraes, as the authorized representative of Thor International C.V. and Scriptum International Inc., who is personally known to me or has produced Florida as identification, and did take oath.

0562-720-58-451-0
RENATO. DEMORAES.



My Commission expires: SEP. 30. 06.

Notary Public
Name of Notary: *Diana Hernandez*
DIANA. HERNANDEZ.

Consent to Appointment as Registered Agent

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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, as provided for in Chapter 608, F.S.

Thomas J. Skola
Thomas J. Skola, as Registered Agent