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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

caribbean country records, l.l.c.

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(A)

ARTICLES OF ORGANIZATION  
OF  
CARIBBEAN COUNTRY RECORDS, L.L.C.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Limited Liability Company shall be: CARIBBEAN COUNTRY RECORDS, L.L.C.

ARTICLE II

The Limited Liability Company shall exist for a period of thirty years.

ARTICLE III

This Limited Liability Company is created for any lawful business purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

The members may continue the business of this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.

ARTICLE IV

The place of business and mailing address of this Limited Liability Company shall be 18455 Miramar Parkway #231, Miramar, Florida 33029, and such other place or places as the members from time to time may determine. The initial registered agent of the Limited Liability Company shall be John M. Rodriguez, Esq.

The initial registered office address shall be 7600 West 20<sup>th</sup> Avenue, Suite 220, Hialeah, Florida 33016.

ARTICLE V

The member(s) of this Limited Liability Company, and their respective membership shares are:

CHARLES RODRIGUEZ	100 %
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ARTICLE VI

The Limited Liability Company will be managed by one manager. The initial manager shall be: CHARLES RODRIGUEZ. His address is:

CHARLES RODRIGUEZ  
18455 Miramar Parkway #231

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Miramar, Florida 33029

ARTICLE VII

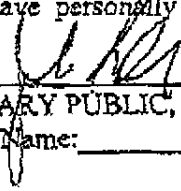
The Limited Liability Company does hereby indemnify its Managers for any of their conduct on behalf of or related to their duties as Managers of the Limited Liability Company and holds them harmless for any acts on behalf of or in connection with their services for the Limited Liability Company.

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE ARTICLES OF ORGANIZATION.

  
CHARLES RODRIGUEZ

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me this 19 day of MAY, 2006, by CHARLES RODRIGUEZ, who have personally appeared before me, who are personally known to me, and who did take an oath.

  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: \_\_\_\_\_



John M. Rodriguez  
My Commission 00242221  
Expires October 11, 2007

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WRITTEN ACCEPTANCE BY AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE SET FORTH ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND THIS POSITION.

  
 JOHN M. RODRIGUEZ  
 AS REGISTERED AGENT FOR  
 CARIBBEAN COUNTRY RECORDS, L.L.C.

STATE OF FLORIDA                   )  
   ) SS  
 COUNTY OF MIAMI-DADE         )

The foregoing instrument was acknowledged before me this 17 day of May, 2006, by JOHN M. RODRIGUEZ, who personally appeared before me, who is personally known to me, and who did taken an oath.



Anna E. Garcia  
 My Commission DD244912  
 Expires August 26, 2007

  
 NOTARY PUBLIC, STATE OF FLORIDA  
 Print Name: Anna Garcia

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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