

1798000004440
DAVID BERCUSON, P.A.

June 26, 1998

FILED

98 JUL 31 AM 8:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ms. Thelma Lewis
Corporate Specialist Supervisor
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

600002576616--7
-07/01/98--01005--001
***122.50 ***122.50

Re: THIRD MILLENNIUM CATHOLIC ARTISTS, INC.

Dear Ms. Lewis:

Pursuant to your June 2, 1998 correspondence concerning the above captioned corporation, enclosed please find an original and one copy of the new Non-Profit Articles of Incorporation for THIRD MILLENNIUM CATHOLIC ARTISTS, INC. together with our check in the amount of \$122.50 for payment of all required fees.

I am also enclosing the required Articles for Dissolution as well as the required \$35.00 check as payment for all fees.

Please file these Articles, and return a Certified Copy of same to our office at your earliest convenience.

Very truly yours,

DAVID BERCUSON, P.A.


Janet M. Hernandez

/jmh
enclosures

RECEIVED
98 JUN 29 AM 11:22
DIVISION OF CORPORATIONS

8/3/98

789,638,626, 2295, 2550
1798-15049



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 1, 1998

DAVID BERCUSON, ESQ.
TWO DATRAN CENTER, SUITE 1800
9130 SOUTH DADELAND BOULEVARD
MIAMI, FL 33156

SUBJECT: THIRD MILLENNIUM CATHOLIC ARTISTS, INC.
Ref. Number: W98000015049

We have received your document for THIRD MILLENNIUM CATHOLIC ARTISTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 298A00035673

AFFIDAVIT OF JORGE BARCO

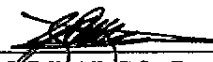
STATE OF FLORIDA)
)SS
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared, JORGE BARCO, officer of THIRD MILLENNIUM CATHOLIC ARTISTS, INC. who, after being by me first duly sworn, deposes and says:

1. Your Affiant, JORGE BARCO, was the President of THIRD MILLENNIUM CATHOLIC ARTISTS, INC., a for profit corporation.

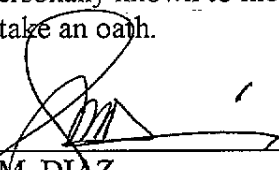
2. That THIRD MILLENNIUM CATHOLIC ARTISTS, INC., the profit corporation, has now filed dissolution documents with the Secretary of State prior to the commencement of the corporation's business.

3. That THIRD MILLENNIUM CATHOLIC ARTISTS, INC., the for profit corporation, hereby authorizes and gives authority to THIRD MILLENNIUM CATHOLIC ARTISTS, INC., a not-for profit corporation all right, title, and interest in and to the name THIRD MILLENNIUM CATHOLIC ARTISTS, INC.



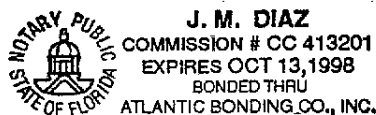
JORGE BARCO, President

The foregoing instrument was acknowledged before as this 26th day of JUNE, 1998 by JORGE BARCO, FDL# B620-421-57-210-0. He is personally known to me and/or has produced a Florida Driver's License as identification and did not take an oath.



J.M. DIAZ
Notary Public State of Florida

My Commission Expires:



**ARTICLE OF INCORPORATION
FOR
THIRD MILLENNIUM CATHOLIC ARTISTS, INC.**

FILED
98 JUL 31 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name: The name of the corporation shall be THIRD MILLENNIUM CATHOLIC ARTISTS, INC.

ARTICLE II

Address: The principal place of business and mailing address for the corporation shall be 15101 SW 89 Court, Miami, Florida 33176.

ARTICLE III

Purposes: The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue tax law. The general nature and purpose of the activities to be promoted and carried on is to do any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do, viz:

A. To record, produce, manufacture, distribute, own, buy, lease, sell and deal in musical recordings on any substance or material, whether now or hereafter known, for educational and inspirational purposes. The recordings dealt in by the corporation will be primarily for home use, school and church use, or use in transportation embodying sound alone or sound coupled with visual image.

B. To produce, distribute, promote and arrange various types of religious musical compositions for recording, either for phonographic records, magnetic tapes or other such media, and management of recordings for various artists.

C. In addition to the above, granted its economical goals are reached in meeting its basic needs and costs, this corporation shall establish scholarships for deserving qualified seminarians in the Catholic Church, and to closely work with the Clergy and Catholic Charitable associations in providing funds for their activities, with special attention to the neediest organizations.

D. The corporation shall promote cultural activities for benefit of the residents of all geographical areas of its operations, including but not limited to concerts, art shows and exhibits, theatrical presentations and ecclesiastical missionary activities.

ARTICLE IV

Directors: Except as otherwise provided by law, the entire voting power for the election of Directors, and for all other purposes, shall be as stated in the bylaws. The corporation shall have three (3) Initial Directors. The names and addresses of the Initial Directors are:

<u>Name</u>	<u>Address</u>
MICHAEL S. ARIAS	5845 SOUTHWEST 99 TERRACE MIAMI, FLORIDA 33156
JORGE BARCO	15101 SOUTHWEST 99 COURT MIAMI, FLORIDA 33196
CRISTINA ARIAS	5845 SOUTHWEST 99 TERRACE MIAMI, FLORIDA 33156

ARTICLE V

Initial Registered Office and Agent. The name and street address of the Initial Registered Office of this Corporation is David Bercuson, 9130 South Dadeland Boulevard, Two Datan Center, Suite 1800, Miami, Florida 33156. The name of the initial Registered Agent is David Bercuson. Said Agent shall indicate acceptance of said designation by executing these Articles of Incorporation where indicated.

ARTICLE VI

Name Authorization: The principals of the dissolved Florida corporation THIRD MILLENNIUM CATHOLIC ARTISTS, INC. have authorized and approved a Not-For-Profit Corporation THIRD MILLENNIUM CATHOLIC ARTISTS, INC. to utilize the subject name.

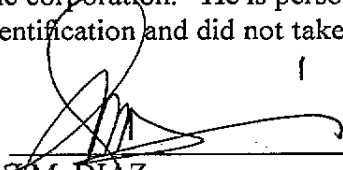
The undersigned subscriber has executed these Articles of Incorporation this 30th day of July, 1998.


JORGE BARCO

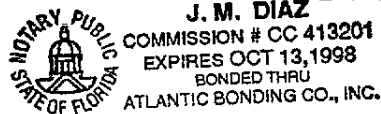
STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before as this 30th day of July, 1998 by JORGE BARCO, FDL# B620-421-57-210-0, Officer of THIRD MILLENNIUM CATHOLIC

ARTISTS, INC., a Florida corporation, on behalf of the corporation. He is personally known to me and/or has produced a Florida Driver's License as identification and did not take an oath.


J. M. DIAZ
Notary Public State of Florida

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

I, DAVID BERCUSON, hereby accept the responsibilities as Registered Agent for THIRD MILLENNIUM CATHOLIC ARTISTS, INC.


DAVID BERCUSON
Registered Agent

FILED

98 JUL 31 AM 8:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA