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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)541-3694
Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

BEMUSA MUSIC PUBLISHING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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H00000009250**ARTICLES OF INCORPORATION****OF****BEMUSA MUSIC PUBLISHING, INC.**

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, a natural person, competent to contract, hereby forms a Corporation under the laws of the State of Florida.

ARTICLE ONE**NAME**

The name of this corporation is: BEMUSA MUSIC PUBLISHING, INC.

ARTICLE TWO**NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is:

(a) To engage in every aspect and phase of the business of music publishing.

(b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except, that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

(c) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers or evidence of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

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H00000009250**ARTICLE THREE**
CAPITAL STOCK

The maximum number of shares that his corporation is authorized to have outstanding at any one time is Two Hundred (200) Shares of Common Stock having a nominal or par value of Five Dollars (\$5.00) per share.

ARTICLE FOUR
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is : More than Five Hundred Dollars (\$ 500.00)

ARTICLE FIVE
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE SIX
ADDRESS

The initial address of the principal office of this corporation in the State of Florida is:
1740 Granada Blvd., Coral Gables, Florida 33134.
The Registered Agent at the above office is: Betty Pino.

ARTICLE SEVEN
DIRECTORS

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1).

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ARTICLE EIGHT
INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:
Betty Pino, 1710 Granada Blvd., Coral Gables, Florida 33134.

ARTICLE NINE
SUBSCRIBERS

The name and address of each Subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration therefore are:

Betty Pino, 1710 Granada Blvd., Coral Gables, Florida 33134, 101 Shares,
Consideration-\$ 505.00;

ARTICLE TEN
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholder's meeting by the majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.



BETTY PINO

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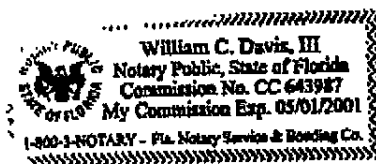
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, Before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared BETTY PINO, known to me to the person described in and who executed the foregoing Articles of Incorporation, who acknowledged before me that she executed the same and that they are personally known to me or produced the following identification: FLA. Drivers License and that an oath was not taken.

WITNESS my hand and official seal in the County and State last aforementioned
this 28th day of February, 2000.


NOTARY SIGNATURE

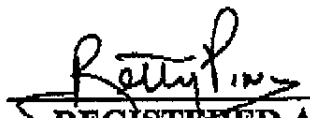
(Notary Seal)



WILLIAM C. DAVIS, III
PRINTED NOTARY SIGNATURE

ACCEPTANCE OF REGISTERED AGENT

Having been named to serve as Registered Agent for this Corporation, I hereby accept such designation and agree to comply with the Laws of the State of Florida regarding the keeping open of such Corporate Office.


REGISTERED AGENT
Betty Pino

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