

P00000051538

May 1st, 2000

DEPARTMENT OF STATE
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

SUBJECT: Articles of Incorporation for *RHAPSODY Entertainment Group (USA), Inc.*

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 78.75

Please execute as soon as possible and return to the address below, or send all necessary changes to this address.

Hoping this will be completed with expediency.

Sincerely,

Valrie Wright

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-05/04/00--01077--012
*****78.75 *****78.75

FROM:

VALRIE WRIGHT

4200 N W 16TH STREET - SUITE 309

LAUDERHILL, FLORIDA 33313

954-777-0082

FILED
00 MAY 25 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten:
C.D.
5-25-00
4



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 8, 2000

VALRIE WRIGHT
4200 N.W. 16TH STREET, STE. 309
LAUDERHILL, FL 33313

SUBJECT: RHAPSODY RESTAURANT & LOUNG, INC.
Ref. Number: W00000012003

We have received your document for RHAPSODY RESTAURANT & LOUNG, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 000A00025498

ARTICLES OF INCORPORATION

OF

RHAPSODY ENTERTAINMENT GROUP (USA), INC.

he undersigned incorporates, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED
00 MAY 25 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 NAME

The name of the corporation shall be: **RHAPSODY ENTERTAINMENT GROUP (USA), INC.**

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be:
3055 N W 19TH STREET, FT LAUDERDALE, FLORIDA 33311

ARTICLE 111 NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
TEN THOUSAND (10,000) SHARES OF COMMON STOCK WITH A PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V1 OFFICERS DIRECTORS

The name and street address of the initial officer and director is:
EARL COLE - 3055 N W 19TH STREET, FT LAUDERDALE, FLORIDA 33311
President / Director / Treasurer

ARTICLE V11 INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is:
EARL COLE - 3055 N W 19TH STREET, FT LAUDERDALE, FLORIDA 33311

IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation this:

23RD Day of May, 2000

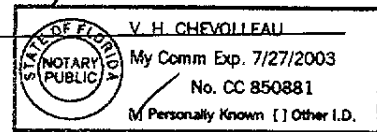
[Signature]
Signature

STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged and sworn to before me this 23RD
day of May, 2000, by MR EARL COLE
of RHAPSODY ENTERTAINMENT GROUP (USA) INC

Notary Public [Signature]

My Commission Expires:



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is: **RHAPSODY ENTERTAINMENT GROUP (USA), INC.**

2. The name and address of the registered agent and officer is:
EARL COLE

3055 NW 19TH STREET, FT LAUDERDALE, FLORIDA 33311

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE [Signature]

DATE _____

FILED
00 MAY 25 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA