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Division of Corporations

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Account Name : HODGSON, RUSS, ANDREWS, ET AL
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FLORIDA PROFIT CORPORATION OR P.A.

The Pan-Caribbean Music Awards, Inc.

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**ARTICLES OF INCORPORATION
OF
THE PAN-CARIBBEAN MUSIC AWARDS, INC.**

**ARTICLE I
NAME**

The name of the corporation is The Pan-Caribbean Music Awards, Inc. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is c/o Urban Radio of Florida LLC, 3000 Southwest 60th Avenue, Fort Lauderdale, Florida 33314.

**ARTICLE III
SHARES**

The number of shares that the Corporation is authorized to issue is 5,000 common shares of the par value of \$1.00 per share.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 2000 Glades Road, Suite 400, Boca Raton, Florida 33431, and the name of the initial registered agent of the Corporation at that office is HRAWG Corp.

THIS INSTRUMENT PREPARED BY:
Chantel M. Burns, Paralegal
Hodgson, Russ, Andrews, Woods & Goodyear, LLP
One M&T Plaza, Suite 2000
Buffalo, New York 14203-2391
Telephone: (716) 848-1218

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T-692 P.03/04 F-832

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**ARTICLE V
INCORPORATOR**

The name and address of the Incorporator of the Corporation is:

Chantel M. Burns
Hodgson, Russ, Andrews, Woods & Goodyear, LLP.
One M&T Plaza
Suite 2000
Buffalo, New York 14203-2391

IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation this
14th day of June, 2000.



Chantel M. Burns, Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent and to accept service of process for THE PAN-CARIBBEAN MUSIC AWARDS, INC. (the "Corporation") at the place described in the Corporation's Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. Further, it agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and states that it is familiar with and accepts the obligations of its position as registered agent.

HRAWG CORP.

By: 
James M. Hankins, Vice President

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