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October 30, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: ARZ NOVA, Inc.


600003448636--9
-11/02/00--01058--001
*****78.75 *****78.75

Dear Sir or Ms.:

Enclosed please find an original and one copy of the Articles of Incorporation for Arz Nova, Inc. Our check in the amount of \$78.75 is enclosed. Kindly file the Articles and return a certified copy to the undersigned.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,


TEDDY L. MONTOTO

TLM/ec
enci.

FILED
00 NOV -2 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FL 32314

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ec

ARTICLES OF INCORPORATION

(F.S. 607.164)

FILED
00 NOV -2 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is ARZ NOVA, INC.
2. **Principal Place of Business.** The principal place of business of the corporation is First Floor, 7721 S.W. 62 Ave., South Miami, Florida, 33143.
3. **Duration.** The period of its duration is perpetual.
4. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida. This will include the creation, production, design, publication and distribution of music. This will also include the performing of concerts, the sale of music and the ownership and operation of royalty rights.
5. **Capital Stock.** The corporation is authorized to issue 1000 shares, all of one class, at \$1.00 par value.
6. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:
JOHN R. SUTTON, ESQ.
7721 S.W. 62 AVE.
FIRST FLOOR
SOUTH MIAMI, FLORIDA 33143
7. **Initial Board of Directors.** This corporation shall have TWO (2) directors initially. The number of directors may be either

increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than TWO.

The names and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Edward Roses	4252 S.W. 21 st Place, Apt. H, Gainesville, Fla. 32607
Emilio Cueto	6149 Westgate Drive, Apt 822, Orlando, Florida 32835

8. **Incorporator(s).** The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation (is) (are):

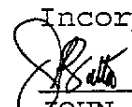
<u>Name</u>	<u>Address</u>
Edward Roses	4252 S.W. 21 st Place, Apt. H, Gainesville, Fla. 32607
Emilio Cueto	6149 Westgate Drive, Apt 822, Orlando, Florida 32835

9. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation this 28th day of October, 2000.


EDWARD ROSES
Incorporator


EMILIO CUETO
Incorporator


JOHN R. SUTTON, ESQ.
Registered Agent

STATE OF FLORIDA;

COUNTY OF DADE:

BEFORE ME, the undersigned authority, personally appeared ___
EDWARD ROSES, EMILIO CUETO AND JOHN R. SUTTON, ESQ., to known to be
the persons who executed the foregoing Articles of Incorporation,
and they acknowledged to and before me that they executed such
instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
28th day of October, 2000.



NOTARY PUBLIC, State of

My commission expires: (Seal)



Elizabeth Gedo
Commission # 00865241
Expires July 1, 2001
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE BY REGISTERED AGENT

I hereby certify that I am familiar with and accept the duties
and responsibilities as registered agent for
ARZ NOVA, INC.



JOHN R. SUTTON, ESQ.