

TRANSMITTAL LETTER

PO0000104548

Department of State
Division of Corporation
P. O. BOX 6327
Tallahassee, FL. 32314


900003453419--9
-11/06/00--01103--014
*****78.75 *****78.75

SUBJET: "FOCA MUSIC, CORP."

Enclosed are an original and one copy of the articles of corporation and a check for:

..... \$70.00 Filing Fee.
..... ~~X~~ \$78.75 Filing Fee & Certificate of Status.
..... \$78.75 Filing Fee & Certificate Copy.
..... \$87.50 Filing Fee, Certified Copy & Certificate of Status.
..... \$52.50 Extra pages of Certificate Copy.

FILED
00 NOV -6 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


.....
BELKIS DE TOVAR
1453 MARTINIQUE COURT, #6411
WESTON, FLORIDA 33326.



ARTICLES OF INCORPORATION
OF

"FOCA MUSIC, CORP."

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the law of the State of Florida.

ARTICLE I - NAME.

The name of the corporation is: "FOCA MUSIC, CORP."

ARTICLE II - PRINCIPAL OFFICE.

The principal place of business/mailling address is:

6303 BLUE LAGOON DR. SUITE #364
MIAMI, FLORIDA 33166.

ARTICLE III - PURPOSE.

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - SHARES.

The corporation is authorized to issue FIVE THOUSAND (5,000) shares of ONE HUNDRED DOLLAR (\$100.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL BOARD OF DIRECTORS.

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and address of the initial director(s) of the corporation are as follows:

ALVARO TOVAR - PRESIDENT
1453 MARTINIQUE COURT, #6411
WESTON, FLORIDA 33326.

BELKIS DE TOVAR - VICE-PRESIDENT
1453 MARTINIQUE COURT, #6411
WESTON, FLORIDA 33326.

ARTICLE VI - REGISTERED AGENT.

The name and Florida street address of the initial Registered Agent of this corporation is:

BELKIS DE TOVAR
1453 MARTINIQUE COURT, #6411
WESTON, FLORIDA 33326.

FILED
00 NOV - 6 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLE VII - INCORPORATORS.

The names and address of the person(s) signing these Articles of Incorporation are as follows:

ALVARO TOVAR - (4,000 SHARES)
1453 MERTINIQUE COURT, #6411
WESTON, FLORIDA 33326.

BELKIS DE TOVAR - (1000 SHARES)
1453 MARTINIQUE COURT, #6411
WESTON, FLORIDA 33326.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these articles of Incorporation this SECOND day of NOVEMBER of 2000,

ALVARO TOVAR

BELKIS DE TOVAR

[Handwritten signature of Alvaro Tovar]
.....
[Handwritten signature of Belkis de Tovar]
.....

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared ALVARO TOVAR and BELKIS DE TOVAR, known to me and known to be the person(s) who executed the forgoing Articles of Incorporation, and whose acknowledged before me that have executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this SECOND day of NOVEMBER of 2000.

SUBSCRIBER
THIS DATE NOV 02 2000

[Handwritten signature of Juan Jesus Joo]
.....
(Notary Public)
Juan Jesus Joo
My Commission CG929681
Expires April 20, 2004

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATED OF REGISTERED AGENT

OF

"FOCA MUSIC, CORP."

FILED
00 NOV -6 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Corporation at:

**1453 MARTINIQUE COURT, #6411
WSETON, FLORIDA 33326.**

Has named:

BELKIS DE TOVAR

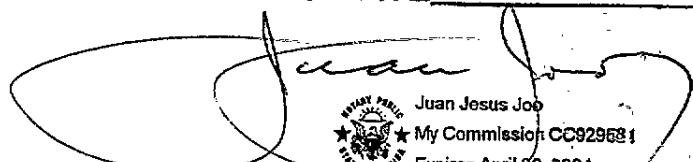
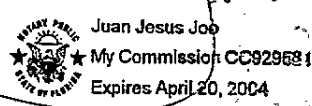
Located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


.....
BELKIS DE TOVAR

SUBSCRIBED BEFORE ME
THIS DATE NOV 02 2000



Juan Jesus Joe
My Commission: CC929681
Expires April 20, 2004