Florida Department of State

Division of Corporations Public Access System Katherine Harris, Scoretary of State

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To:

Division of Corporations

For Number

[850]922-4001

: EMPIRE COMPORATE KIT COMPANY

Account Name Account Number : 072450003255

: (305)541-3694

Phone Fak number

; (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

allstar concerts & promotions, inc.

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H 01000028503 H 01000028503 ARTICLES OF INCORPORATION

01 MAR 20 PH 12: 31 SECRE PARY OF STATE PALL ANASSE F. I LURIU

OF

ALLSTAR CONCERTS & PROMOTIONS, INC.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE !

The name of this corporation shall be: ALLSTAR CONCERTS & PROMOTIONS, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 2900 BRIDGEPORT AVENUE, SUITE #402, MIAMI, FL 33133

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 100 shares having an individual par value of \$ 1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: MANUEL M. ARUESU, P.A. 201 ALHAMBRA CIRCLE, SUITE #502 CORAL GABLES, FL 33134

ARTICLE VII

The name and address of the officers and initial board of director(s) shall be:

ARMANDO FERNANDEZ PRESIDENT

2900 BRIDGEPORT AVENUE, SUITE #402 MIAMI, FL 33133

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Empire Corporate Kit of America, Inc. 2444 N.W. 7TH PLACE MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this

19th day of MARCH ,2001.

INCORPORATOR Ray Stormont Signing for

Empire Corporate Kit of America, Inc.

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

ALLSTAR CONCERTS & PROMOTIONS, INC. (Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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 PROPER AND COMPLETE PERFORMANCE OF MY POSITION AS REGISTERED AGENT.

REGISTERED ACENT

Manuel M. Arvesu, R.A.

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