

PD10000031764

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-03/26/01--01013--015
*****78.75 *****78.75

SUBJECT: DIGITAL MUSIC NETWORKS Corp.

I enclose an original and 1 copy(ies) of the Articles of
Incorporation for the above corporation and a check for the amount of
\$ 78.75

From: Charles Diaz
Name 521 NE 49 ST
Address FT. LAUDERDALE FL 33334
City 954 State 818-1495 Zip
Telephone

01 MAR 23 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Charles Diaz GAVE
AUTHORIZATION BY PHONE TO
CORRECT add suffix
DATE Off 3/28/01 ✓

FILED

01 MAR 23 PM 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR

DIGITAL MUSIC NETWORKS CORP.

The undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of an Act of Legislature of the State of Florida approved June 1, 1925, and the acts amendatory thereto, do hereby subscribe to these Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be DIGITAL MUSIC NETWORKS CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business corporation shall be 521 N.E.49 St. Ft Lauderdale, FL 33334. The corporation's mailing address shall be 521 N.E.49 St., Ft Lauderdale, FL 33334.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be One Hundred shares (100) at no par value. The whole or any part of the capital stock of the corporation shall be payable on lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with capital stock at such valuation as shall be fixed by the Directors.

ARTICLE IV BOARD OF DIRECTORS

The corporation shall have two director constituting the original Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws: however there shall never be less than one.

The name and address of the first board of directors of this corporation are:

CHARLES DIAZ, President, CEO
521 N.E. 49 St.
Ft. Lauderdale, FL 33334

MIRNA CASTRO, Vice President
521 N.E. 49 St.
Ft. Lauderdale, FL 33334

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is
CHARLES DIAZ, 521 N.E. 49 St. Ft Lauderdale, FL 33334

ARTICLE VI PURPOSE

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

ARTICLE VII TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VIII INITIAL SUBSCRIBERS

The name and addresses of the initial subscribers to
these Articles of Incorporation are:

CHARLES DIAZ, President, CEO
521 N.E. 49 St.
Ft. Lauderdale, FL 33334

A handwritten signature in dark ink, appearing to read "Charles Diaz", is written over a horizontal line.

ARTICLE IX INCORPORATOR

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

CHARLES DIAZ, President, CEO
521 N.E. 49 St.
Ft. Lauderdale, FL 33334



ARTICLE X POWER TO FORM PARTNERSHIP

The corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits with any person, firm, or corporation now carrying on or about to carry on any business which this corporation has the direct, incidental and legal authority to pursue.

ARTICLE XI ATTESTATION

IN WITNESS THEREOF, the undersigned incorporator makes and files these Articles of Incorporation for the purpose and intent to carry on business within the State of Florida, and said incorporator does attest that the above

facts and statements are truly and correctly stated on

this 20th day of March, 2001.


CHARLES DIAZ

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, 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:

DIGITAL MUSIC NETWORKS CORP.

2. The name and address of the registered agent and office is:

CHARLES DIAZ

521 N.E. 49 St.

Ft Lauderdale, FL 33334

Signature: Charles Diaz

Title: President

Date: 3 20 01

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: Charles Diaz

Date: 3 20 01