

APR. -06' 01 (FRI) 12:23

BILZIN, SUMBERG, ET. AL:*****

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Division of Corporations

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PO1000035254

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : STROOCK & STROOCK & LAVAN

Account Number : 072100000020

Phone : (305) 358-9900

Fax Number : (305) 789-9302

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR -6 PM 1:05**

FLORIDA PROFIT CORPORATION OR P.A.

IMPERIUM RECORDS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$78.75

March 30, 2001

To The Division of Corporation
Tallahassee, Florida

This letter states officially that the name "Imperium Records, Inc." will no longer be used as a corporation under the original establishment in May 4, 1999, and is now free to be used by any other individual for incorporation.

Sincerely

Evans Saint-Claire

Evans Saint-Claire
Incorporator

Sworn to and subscribed before me on 6th day of April, 2001.

NOTARY PUBLIC -- STATE OF FLORIDA AT LARGE

Print name:

Maria J. Gutierrez

Commission No.:

Expiration Date:

Walter J. Hentz



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ARTICLES OF INCORPORATION
OF

IMPERIUM RECORDS, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is Imperium Records, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 10275 Collins Ave., #211, South , Bal Harbor, FL 33154.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Anthony Box, 16th NW 42nd Terrace Plantation FL 33317.

ARTICLE V. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are: EVANS SAINT-CLAIRE at 10275 Collins Ave., #211, South , Bal Harbor, FL 33154 and RODLER D. MEZADIEU at 201 NW 96th Street, Miami, Florida 33150.

ARTICLE VI. OFFICERS

The names and addresses of the initial officers are:

Anthony Box
1851 NW 107th Ave
Miami, FL 33131
1-877-379-4985

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APR. -06' 01(FRI) 12:24

BILZIN, SUMBERG, ET. AL*****

P. 004

President/ Treasurer: EVANS SAINT-CLAIRE at 10275 Collins Ave., #211, South , Bal Harbor, FL
33154

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Vice-President/ Secretary: RODLER D. MEZADIEU at 201 NW 96th Street, Miami, Florida 33150.

The undersigned has executed these articles of incorporation on April 6.

Evans Saint-Clair
Evans-Saint-Clair/President
Incorporator

Anthony Box
1851 NW 107th Ave
Miami, FL 33131
1-877-379-4985

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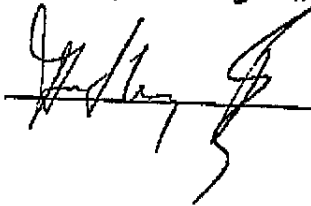
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 agent, in the state of Florida.

The name of the corporation is: Imperium Records, Inc.

The Name of the Registered Agent and office is : Anthony Box 16 NW 42nd Terrace, Plantation
FL 33317.

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.

 On 4-6-01

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