

P020000032973

February 4, 2002

From: Angela Gabourel
1351 Collins Avenue Suite 17
Miami Beach, Florida 33139

To: Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: NUFF MUZIK PRODUCTIONS, INC.

To Whom It May Concern:

Enclosed please find two (2) copies of the Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$78.75 to cover the cost of filing and Certified Copy.

Please contact me if you require anything further.

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*****78.75 *****78.75

Sincerely,


Angela Gabourel

Enclosures

FILED
02 MAR 20 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
NUFF MUZIK PRODUCTIONS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The name of this corporation is **NUFF MUZIK PRODUCTIONS, INC.** The principle place of business and the mailing address of this corporation shall be: 1351 Collins Avenue, Suite 17, Miami Beach, Florida, 33139.

ARTICLE II – DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III – PURPOSE

This corporation is organized primarily for the purpose of providing services to the entertainment industry; and more particularly, to produce and promote entertainment related events, and/or to arrange for the production and promotion thereof, and to engage in other activities related thereto, including but not limited to, production and promotion of audio-visual works, sound recordings, merchandising, artist management, and music publishing; and transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue **1000** shares of no par value common stock which shall be designated as “Common Stock”.

ARTICLE V – PRE-EMPTIVE RIGHTS

Pursuant to Florida Statutes §607.0630, as amended from time to time, every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1351 Collins Avenue, Suite 17, Miami Beach, Florida, 33139, and the name of the initial registered agent of this corporation at that address is: **Angela Gabourel**.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one (1) Director nor more than three (3). The name and address of the initial Board of Directors of the corporation is:

**Angela Gabourel
1351 Collins Avenue, Suite 17
Miami Beach, Florida 33139**

ARTICLE VIII – INCORPORATORS

The name and address of the Incorporator signing these Articles is: **Angela Gabourel, 1351 Collins Avenue, Suite 17, Miami Beach, Florida, 33139.**

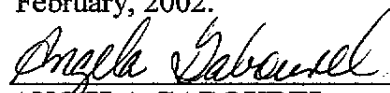
ARTICLE IX – INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the *28th* day of February, 2002.



ANGELA GABOUREL
Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with §48.091 and §607.034, Florida Statutes, the following is submitted:

FIRST, that **NUFF MUZIK PRODUCTIONS, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at: 1351 Collins Avenue, Suite 17, Miami Beach, Florida, 33139, has named **Angela Gabourel**, located at **1351 Collins Avenue, Suite 17, Miami Beach, Florida, 33139**, as its agent to accept service of process within Florida.

Dated: 2/28/02



ANGELA GABOUREL
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



ANGELA GABOUREL
Registered Agent

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