

Division of Corporations

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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**SONIC BAMBOO RECORD COMPANY**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF**

**Sonic Bamboo Record Company**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

**Article I**

**NAME**

The name of the corporation is **Sonic Bamboo Record Company**  
and the principal address shall be  
8323 NW 12ST SUITE 204 MIAMI, FLORIDA 33126

**Article II**

**DURATION**

The Corporation shall exist perpetually. Corporate existence shall commence upon filing by The Department of State.

**Article III**

**NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of The United States and under the Laws of The State of Florida.

**Article IV**

**CAPITAL STOCK**

- 1.- Authorized Capital. The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is ONE HUNDRED THOUSAND (100,000) shares of stock with one cent (.001) par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.
- 2.- Preemptive Rights: Shareholders shall have no preemptive rights.
- 3.- Cumulative voting: Cumulative voting shall not be permitted.

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#### Article V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:  
8323 NW 12<sup>TH</sup> STREET SUITE 204 MIAMI, FL 33126  
and the name of the initial registered agent of this corporation at that address is  
ALFREDO FERREIRO

#### Article VI

##### DIRECTOR

- 1.- **Number.** This corporation shall have one (2) Director initially. The number of directors may be increased from time to time by the by-laws, but shall never be less than one.
- 2.- **Initial Director.** The name and street address of the Director(s) of the corporation are:

Name	Address
ALFREDO FERREIRO President	8323 NW 12 <sup>TH</sup> STREET SUITE 204 MIAMI, FL 33126
Tom Acosta Vice President	8323 NW 12 <sup>TH</sup> STREET SUITE 204 Miami, FL 33126

- 3.- **Compensation.** The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which such compensation shall be paid. Any Director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.
- 4.- **Indemnification.** The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### Article VII

##### BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but The Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such by law is not subject to amendment or repeal by the director.

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**Article VIII**

**INCORPORATOR**

ALFREDO FERREIRO  
8323 NW 12<sup>TH</sup> STREET SUITE 204  
MIAMI, FL 33126

**Article IX**

**AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation and any right conferred upon the shareholders is subject this reservation.

**IN WITNESS WHEREOF**, The incorporator has executed these articles this 1st day Of April 2002.

  
\_\_\_\_\_  
ALFREDO FERREIRO

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

Pursuant to the provisions of section 607.0501 or 617.0501, 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 Florida.

1.- The name of the corporation is : **Sonic Bamboo Record Company**

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

**Alfredo Ferreiro  
8323 NW 12<sup>th</sup> Street  
Suite 204  
Miami, Florida 33126**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICES 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 \_\_\_\_\_

**ALFREDO FERREIRO**  
April 1<sup>st</sup> 2002

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