PRESS CORPORATE

(Requestor's Name)

1000 PONCE DE LEON BLVD. STE: 101 (Address)

CORAL GABLES, FL 33134 305-444-4994 (Phone #)

(City, State, Zip)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. AIRWAVE ENTERTAINMENT (Corporation Name) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Rick up time Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger

OTHER FILIGS
Annual Report
Fictitious Name
Name Reservation

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Limited Partnership	
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Examiner's Initials

CR2E031(9/92)

ARTICLES OF INCORPORATION

<u>OF</u>

AIRWAVE ENTERTAINMENT PRODUCTIONS, INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: <u>AIRWAVE ENTERTAINMENT PRODUCTIONS</u>, <u>INC</u>

ARTICLE II NATURE OF BUSINESS

The general nature of the business and the objectives and the purposes to be transacted and carried on are:

- 1. For any lawful purpose for which a corporation may operate under the laws of the State of Florida.
- 2. For any lawful business that a corporation may operate under the laws of the State of Florida.
- 3. And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or directly, to promote the interest of the corporation or to enhance the value of its properties.
- 4. Moreover, engage in sales of all types of products.

ARTICLE III DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE IV CAPITAL STOCKS

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares at one dollar (\$ 1.00) par value, which shall be designated "Common Shares".

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent is Luis A. Perez, the address of the initial registered office is 8120 Coral Way, Miami, Florida 33155

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have one (2) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and street address(s) of the initial Director(s) are:

Names:		Addresses:
George Mitat	President	2836 Crystal Court Miami, FL 33155
Gustavo Eckardt	Vice-President	722 N.W. 105th Place

ARTICLE VII LAWS

Miami, FL 33172

The By-Laws of this Corporation may be adopted, altered, amended, or repealed by either the stockholder(s) or Director(s).

ARTICLE VIII INDEMNIFICATION

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

ARTICLE IX PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X INCORPORATOR(S)

The name(s) and street address(e's) of the incorporator(s) to theses Articles of Incorporation is(are):

Names:

George Mitat

President

2836 Crystal Court
Miami, FL 33155

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Vice-President 722 N.W. 105th Place Miami, FL 33172

ARTICLE XI OFFICES

The principal office of the Corporation and mailing address shall be established and maintained at 8120 Coral Way, Miami, Florida, County of Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may form time to time establish.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this ________, 2002.

George Mitat

Gustavo Eckardt

Gustavo Eckhardt

STATE OF FLORIDA) .
COUNTY OF DADE) ss.
Before me, a Notary Public authorized in the State and County set forth above, personally appeared Manuel Bouza, Ines M. Gallardo and Ramon D. Rivas known to me and known by me to be the person(s), who, as Incorporator(s), executed the foregoing Articles of Incorporation of CIMA VERDE PRODUCE, Inc. and acknowledged before me that he executed those Articles of Incorporation.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and County aforesaid, this day of, 2000.

NOTARY PUBLIC

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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 of Florida.

First, that <u>AIRWAVE ENTERTAINMENT PRODUCTIONS</u>, INC., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Luis A. Perez the street address of the initial registered office of this Corporation is 8120 Coral Way, Miami, Florida, as its agent to accept service of process within this State.

Second, Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this _____ day of, _____, 2002.

