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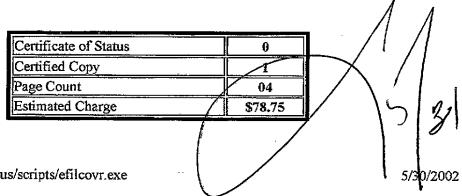
Phone : (305) 444-4994

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FLORIDA PROFIT CORPORATION OR P.A.

SUNSHINE MUSIC & RECORDS, INC.



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ARTICLES OF INCORPORATION.

ARTICLES OF INCORPORATION OF SUNSHINE MUSIC & RECORDS , INC

SUNSHINE MUSIC & RECORDS, INC

THE UNDERSIGNED INCORPORATOR(S) FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING

ARTICLE I NAME
THE NAME OF THE CORPORATION SHALL BE:
SUNSHINE MUSIC & RECORDS, INC

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

4995 EAST 4TH AVE. HIALEAH, FLORIDA, 33013

ARTICLE II NATURE OF BUSINESS
THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL
LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS
OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER
STATE, COUNTY, TERRITORY OR NATION.

ARTICLE III CAPITAL STOCK
THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS VALUE
THAT THIS CORPORATION IS AUTHORIZED TO HAVE
OUTSTANDING AT ANY TIME ONE TIME IS: 1000 SHARES

ARTICLE IV TERM OF EXISTENCE THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE V OFFICERS DIRECTORS
THE NAME(S) AND STREET ADDRESS(ES) OF THE INITIAL OFFICER
(S) AND DIRECTORS(S), IF ANY, WHO SHALL HOLD OFFICE THE
FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL
THEIR SUCCESSOR(S) IS (ARE) ELECTED, IS (ARE):
OSVALDO L. ALPIZAR 14201 SW 22ND. ST, MIAMI, FLORIDA, 33175
JOSE F. SADE 6101 N. WATERWAY DRIVE, MIAMI, FLORIDA, 33155

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SECRETARY OF STATE
TALLAHASSEE FLORID

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ARTICLE VI INCORPORATOR(S)
THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S)
TO THIS ARTICLES OF INCORPORATION IS (ARE):

OSVALDO L. ALPIZAR 14201 SW 22ND. ST, MIAMI, FLORIDA, 33175 JOSE F. SADE, 6101 N. WATERWAY DRIVE, MIAMI, FLORIDA, 33155

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION THIS 25TH DAY OF MAY, 2002.-

SIGNATURE(S) OF INCORPORATOR(S)

OSVALDO L. ALPIZAR - DIRECTOR

JOSE F. SADE - DIRECTOR

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
PURSUANT TO THE PROVISIONS OF SECTION 607.325, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER
THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.

1.- THE NAME OF THE CORPORATION: SUNSHINE MUSIC & RECORDS, INC

2.- THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

OSVALDO L. ALPIZAR, 14201 SW 22ND, ST. MIAMI, FLORIDA, 33175

SIGNATURE

TILE: DIRECTOR

DATE: MAY 25TH., 2002.-

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATION OF THE SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE: MAY 25TH , 2002

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RETARY OF STATE
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