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NELIDA ESTRADA
28728 S. Dixie Hwy.
Homestead, Florida 33030

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May 21, 2002

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

Subject: SOUNDS OF DA SOUTH, INC.

Gentlemen:

Enclosed you will find original and one copy of the Articles of Incorporation on
SOUNDS OF DA SOUTH, INC., together with the following fees:

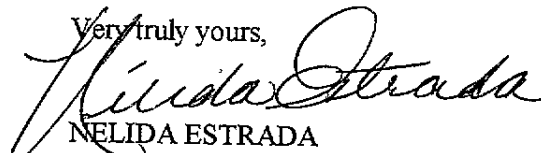
\$131.25

kindly file the enclosed articles, and return a certified copy and a certificate of same.

If you have any questions, feel free to call me at 305-245-7300.

Thank you.

Very truly yours,


NELIDA ESTRADA
Secretary

02 JUN - 3 AM 9:35
SECRETARY OF STATE
DIVISION OF CORPORATIONS

JUN 03 2002

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ARTICLES OF INCORPORATION

OF

SOUNDS OF DA SOUTH, INC.

ARTICLE I-NAME

The name of the corporation is: SOUNDS OF DA SOUTH, INC..

ARTICLE II-DURATION

This corporation shall have perpetual existence.

ARTICLE III-PURPOSE

The purpose of this corporation is to engage in the transaction of any and all businesses permitted under the laws of the United States of and of this state.

ARTICLE IV-CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, each share having the par value of one dollar (\$1.00).

ARTICLE V-ADDRESS

The initial principle office of this corporation is:

28900 S.W. 147th Avenue, Naranja, Florida 33032

ARTICLE VI-DIRECTORS

The corporation shall have two director, whose name and street address is as follows:

WILLIAM CHILDS, 28900 SW 147th Avenue, Naranja, Fl 33032

ALLEN POWELL, 28900 SW 147th Avenue, Naranja, Fl. 33032

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN -3 AM 9:35

ARTICLE VII-OFFICERS

The names and addresses of the Officers of the corporation who shall hold office for the first year of the corporation's existence, or until successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
WILLIAM CHILDS	28900 SW 147 th Avenue Miami, Florida 33032	President/ Treasurer
ALLEN POWELL	28900 SW 147 th Avenue Miami, Florida 33032	Vice-President/ Secretary


ARTICLE VIII-INCORPORATORS

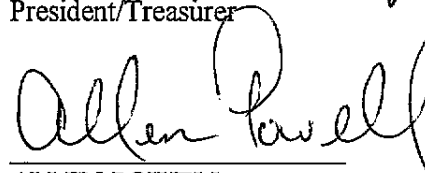
The names and street addresses of the incorporators of this corporation areas follows:

WILLIAM CHILDS
28900 SW 147th Avenue
Naranja, Florida 33032

ALLEN POWELL
28900 SW 147th Avenue
Miami, Florida 33032

IN WITNESS WHEREOF, the undersigned incorporators have executed the foregoing Articles of Incorporation on this 20 of May 2002, in the City of Homestead, County of Miami-Dade, Florida.


WILLIAM CHILDS
President/Treasurer


ALLEN POWELL
Vice-President/Secretary

STATE OF FLORIDA)
)ss
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority personally appeared, WILLIAM
CHILDS, and ALLEN POWELL, who properly identified themselves with their respective
Florida Drivers' Licenses Nos. 432-430-108-0 and Allen G. Powell
to me known to be the parties described herein as Incorporators/Officers of the corporation
known as SOUNDS OF DA SOUTH, INC., and they acknowledged before me that they
signed the foregoing Articles of Incorporation.

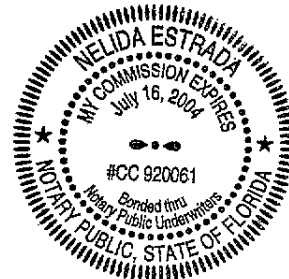
WITNESS, my hand and official seal in the County and State aforesaid, this
20 day of May, 2002.



NOTARY PUBLIC
State of Florida at Large

My commission expires:

Nelida Estrada
28728 South Dixie Hwy
Homestead, FL 33030
305-245-7300
Fax# 305-247-2546



02 JUN -3 AM 9:35
DIVISION OF CORPORATIONS
SECRETARY OF STATE

CERTIFICATE OF DESIGNATING PLACE OF
BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

SOUNDS OF DA SOUTH, INC., desiring to organize or qualify under the laws
of the State of Florida, with its principal place of business in the city of Miami, Miami-Dade
County, Florida, has named WILLIAM CHILDS, whose residence is: 28900 SW 147th
Avenue Miami, Florida, 33032, as its agent to accept service of process within Florida.

SIGNATURE: William J. Childs Jr.

WILLIAM CHILDS

TITLE: President

DATED: May 20, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED 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.

SIGNATURE: William J. Childs Jr.

WILLIAM CHILDS

DATE: May 20, 2002

STATE OF FLORIDA)
)ss
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared, WILLIAM CHILDS,
who after being duly sworn deposes and says that the allegations contained in the foregoing
Acceptance of Resident Agent are true and correct to the best of his knowledge, and who
identified himself with his C-432. 430. 68. 408. 0.

SWORN TO AND SUBSCRIBED before me on this 20 day of May, 2002 in
Homestead, Miami-Dade County, Florida.

Nelida Estrada
28728 South Dixie Hwy
Homestead, FL 33030
305-245-7300
Fax# 305-247-2546

Nelida Estrada
NOTARY PUBLIC

