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

PASSION MUSIC INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
PASSION MUSIC INC.

The undersigned incorporator hereby forms a corporation under
Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PASSION MUSIC INC.

The address of the principal office of this corporation shall be
21212 NE 32 Pl. Aventura, Fl. 33180 and the mailing address of the
corporation shall be P.O. Box 833395, Miami, Florida 33283.

ARTICLE II. NATURE OF BUSINESS

The corporation may transact or engage in any or all lawful
activities or businesses 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 maximum number of shares of stock that this corporation is
authorized to have outstanding at any one time is 100 shares of common
stock having \$1.00 par value per share.

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ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 21212 NE 32 Pl. Aventura, Fl. 33180 and the name of the initial registered agent of the corporation is DOUGLAS IZARRA, whose address is 21212 NE 32 Pl. Aventura, Fl. 33180.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist in perpetuity.

ARTICLE VI. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the member of the Board of Directors is:

DOUGLAS IZARRA

whose addresses appear in Article VIII below.

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ARTICLE VIII - OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year, or until his successor is elected or appointed is:

PRESIDENT, SECRETARY, TREASURER

DOUGLAS IZARRA
21212 NE 32 Pl.
Aventura, Fl. 33180

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Deborah Mordecai Edwards, whose address is, 4960 S.W. 72nd Avenue, Suite 301, Miami Florida 33155.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 12 day of June, 2002.

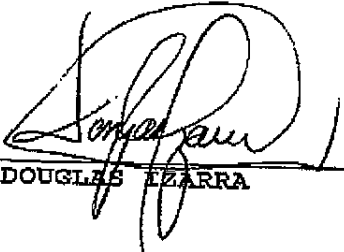

DEBORAH M. EDWARDS

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

DOUGLAS IZARRA having a mailing address of 21212 NE 32 Pl.
Aventura, Fl. 33180, and having been designated as the Registered Agent
in the above and foregoing Articles, is familiar with and accepts the
obligations of the position of Registered Agent under Section 607.0505,
Florida Statutes.


DOUGLAS IZARRA

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