

PO-3000015295

**Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

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Cornerstone Records, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF**

CORNERSTONE RECORDS, INC.

The undersigned subscriber to the Articles of Incorporation, natural person, competent to contract, desiring to form a corporation under the laws of the State of Florida, hereby makes, subscribes and acknowledges this certificate for that purpose, as follows:

ARTICLE I

The name of the corporation is:

CORNERSTONE RECORDS, INC.

ARTICLE II

The purpose for which the corporation is formed is to engage in the conduct of any lawful business activity.

ARTICLE III

This corporation is to have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time are One Hundred (100) shares at no par value.

This instrument prepared by:

John Militana, Esquire
Militana, Militana & Militana, P. A.
8801 Biscayne Boulevard, Suite 101
Miami, Florida 33138
Telephone (305) 758-6691
Florida Bar No. 148267

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ARTICLE V

The street address of the initial registered and principal office of this Corporation is:

18140 N.W. 18th Avenue
Miami, Florida 33056

ARTICLE VI

The name of the initial Registered Agent of this Corporation is:

DARIN WOODS

ARTICLE VII

The Corporation shall have ONE (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII

The name and address of the initial director of this Corporation is:

DARIN WOODS 18140 N.W. 18th Avenue
Miami, Florida 33056

ARTICLE IX


The name and address of the person signing these Articles of Incorporation is:

DARIN WOODS 18140 N.W. 18th Avenue
Miami, Florida 33056

ARTICLE X

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

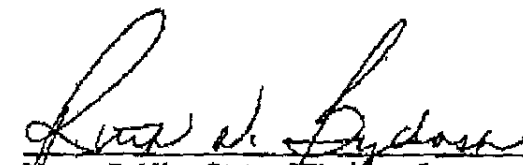
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 5th day of February, 2003.

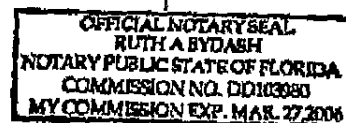

DARIN WOODS

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

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DARIN WOODS, to me known to be the person who has executed the foregoing Articles of Incorporation and he has acknowledged before me that he has executed these Articles.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 5 day of February, 2003.


Notary Public - State of Florida at Large



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT WHOM THE PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance
with this Act:

CORNERSTONE RECORDS, INC., desiring to organize under the laws of the State of
Florida with its principal office as indicated in the Articles of Incorporation:

18140 N.W. 18th Avenue
Miami, Florida 33056

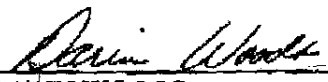
SECOND: The name of the initial Registered Agent of this Corporation is:

DARIN WOODS

as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place
designated in this certificate, I hereby accept to act in this capacity and agree to comply with the
provisions of this Act relative to keeping this office.


DARIN WOODS

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