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**FLORIDA PROFIT CORPORATION OR P.A.**

**Jacn Music Entertainment, Inc.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

September 20, 2004

LAZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: JAEN MUSIC ENTERTAINMENT, INC.  
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ARTICLES OF INCORPORATION

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the laws of the State of Florida providing for the formation of a Corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation; and to that end we do, by these Articles, set forth:

ARTICLE I

The name of this Corporation ( Which is hereinafter called the "Corporation" is :

Jaen Music Entertainment, Inc.

ARTICLE II

This Corporation shall exist perpetually. Corporate existence shall begin on the day upon which these Articles are approved by the Secretary of the State of Florida.

ARTICLE III

The purpose of this Corporation is to transact any or all lawful businesses for which Corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV

This Corporation is authorized to issue Five Hundred (500) Shares of Common Stock, which said shares shall have a par value of Ten (\$ 10.00 ) Dollars per share upon issuance.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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#### ARTICLE V

The principal place of business of this Corporation shall be at 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176 with the privilege of having branch offices within and without the State of Florida.

#### ARTICLE VI

The initial registered agent of this Corporation upon whom process may be served is Ana Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.

#### ARTICLE VII

This Corporation shall have two director (s) initially. The number of directors shall be fixed by the bylaws and may be changed from time to time.

#### ARTICLE VIII

The name and street addresses of the initial director(s) of this Corporation are:

- (1) Alejandro Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.
- (2) Ana Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.

The aforesaid director(s) shall hold office for the first year of this Corporation's existence or until a successor is chosen as provided for in the bylaws.

The initial officers of this Corporation and their addresses are:

President: Alejandro Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.

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Vice President: Ana Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.


Treasurer: Alejandro Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.

Secretary: Ana Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.

ARTICLE IX

The name and street address of the incorporator(s) is/are: Ana Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.

The undersigned has (have) executed these Articles of Incorporation this  
\_16th\_ day of September, 2004.

  
\_\_\_\_\_  
Ana Jaen, Incorporator

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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.

1. The name of the Corporation is: Jaen Music Entertainment, Inc.
2. The name and address of the registered agent and office is: Ana Jaen, 10120 S.W. 92<sup>nd</sup> Avenue, Miami, FL 33176.

Signature: \_\_\_\_\_

Ana Jaen

Title: Vice President

Date: September 16, 2004

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: September 16, 2004

\_\_\_\_\_  
Registered Agent  
Ana JaenSECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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