

**Electronic Articles of Incorporation
For**

P04000159517
FILED
November 23, 2004
Sec. Of State
jshivers

D-FACTO RECORDS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

D-FACTO RECORDS, INC.

Article II

The principal place of business address:

780 NE 69TH STREET
UNIT 703
MIAMI, FL. 33138

The mailing address of the corporation is:

780 NE 69TH STREET
UNIT 703
MIAMI, FL. 33138

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

JEAN L BENOIT JR.
275 FONTAINEBLEAU BLVD.
145
MIAMI, FL. 33172

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JEAN LESLY BENOIT, JR.

Article VI

The name and address of the incorporator is:

SOPHIA MARTELLY
780 NE 69TH STREET
UNIT 703
MIAMI, FL 33138

Incorporator Signature: SOPHIA MARTELLY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
SOPHIA MARTELLY
780 NE 69TH STREET # 703
MIAMI, FL. 33138

Title: VP
MICHEL-OLIVIER MARTELLY
780 NE 69TH STREET
MIAMI, FL. 33138

Article VIII

The effective date for this corporation shall be:

11/23/2004