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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

rat records, inc.

Certificate of Status	0
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(5)

ARTICLES OF INCORPORATION
OF
RAT RECORDS, INC.

(A Florida For Profit Corporation)

The undersigned, for the purpose of forming a for-profit corporation under the Florida General Corporation Act, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

ARTICLE I
NAME

The name of this corporation is Rat Records, Inc.

ARTICLE II
ADDRESS

The principal office and mailing address of this corporation is:

7250 W. Lago Drive
Miami, Florida 33143

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one and no/100 dollar (\$1.00) par value common stock.

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ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation, and the name of the registered agent of this corporation is:

Joseph J. Portuondo, Esq.
501 Hardee Road
Coral Gables, Florida 33146

ARTICLE VIII
BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as prescribed by the by-laws, but shall never be less than two. The directors of this corporation are:

Michael Portuondo
7250 W. Lago Drive
Miami, Florida 33143

Alex Batlle
199 Ocean Lane Drive
Apartment No. 305
Key Biscayne, Florida 33149

ARTICLE IX
OFFICERS

The corporation shall have a President, a Vice-President, a Secretary, and a Treasurer and may have additional and assistant officers including, without limitation thereto, Assistant Secretaries, and Assistant Treasurers. A person may hold more than one office at one time. Such officers shall be elected by the Board of Directors. The Board may remove any or all of the officers from office, with or without cause, and at such time as the Board

may determine. The names and addresses and positions of the persons who serve as the initial officers of the Corporation are as follows:

President / Treasurer
Michael Portuondo
7250 W. Lago Drive
Miami, Florida 33143

Vice-President / Secretary
Alex Batlle
199 Ocean Lane Drive
Apartment No. 305
Key Biscayne, Florida 33149

ARTICLE X INCORPORATOR

The name and address of the person signing these articles is:

Joseph J. Portuondo, Esq.
501 Hardee Road
Coral Gables, Florida 33146

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XII BY-LAWS

The Bylaws may be repealed or amended, and new Bylaws may be adopted, by either the Board of Directors or the Stockholders, but the Board of Directors may not amend or repeal any Bylaw adopted by Stockholders if the Stockholders specifically provide such Bylaw is not subject to amendment or repeal by the Directors.

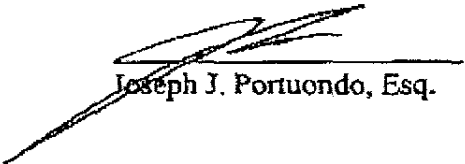
ARTICLE XIII AMENDMENT OF THE ARTICLES OF INCORPORATION

These articles may be amended, altered, modified or revoked only upon the vote of the majority of the shareholders.

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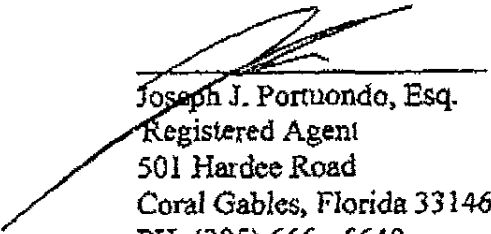
Handwritten signature/initials

IN WITNESS WHEREOF, I have subscribed my name below on December 16, 2004.


Joseph J. Portuondo, Esq.

Acceptance by Registered Agent

Having been named to accept service of process of the above-styled corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.


Joseph J. Portuondo, Esq.
Registered Agent
501 Hardee Road
Coral Gables, Florida 33146
PH: (305) 666 - 6640

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