

Division of Corporations Public Access System

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To:

Division of Corporations

Fax Number : (850)617-6381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)634-3694 Fax Number: (305)633-9696 ARTHENT OF STATE

FLORIDA PROFIT/NON PROFIT CORPORATION

miami cumbia sound, corp.

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Electronic Filing Menu

Corporate Filing Menu

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1 of 1

PAGE 01/10

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CERTIFICATE OF INCORPORATION

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Miami Cumbia Sound, Corp.

We, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Several Acts of Legislature of the State of Florida, do hereby subscribe to this certificate of incorporation.

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SECRETARY OF STATE
TAIL FROM STORE TO STATE

FIRST: The name of the corporation is:

Miami Cumbia Sound, Corp.

And its principal place of business will be at

8762 NW 112 STREET HIALEAN GARDENS FL 33018

SECOND: The business of this corporation shall be to engage in any and all lawful business or businesses.

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THIRD: The Corporation shall have one class of stock, namely common, voting and participating. Each share of stock shall be \$1.00 par value and the maximum number of shares to be issued and outstanding at any one time is 1000.

All of such stock shall be issued as fully paid for and exempted from assessment. Such stock may be paid for in property, labor or services and property and labor or services may be purchased or paid for by the corporation with such stock. Likewise stock of other corporations or going businesses may be purchased by corporation in return for this corporation's stock. Such property, labor, services and stock of other corporations and going business shall be at just valuation determined by the Board of Directors. This corporation may purchase, trade, or otherwise acquire, hold or re-issue shares of its own stock.

FOURTH: The amount of capital with which the corporation shall begin business will not be less than FIVE SUNDRED (\$500.) DOLLARS.

FIFTH: The existence of the corporation shall be perpetual.

SIXTH: The board of directors shall consist of no fewer than

one or more than seven directors.

SEVENTH: The common stock of this corporation shall be issued

pursuant to the requirements of section 1244 of the Internal Revenue

code and the regulations issued thereunder.

ertificate of incorporation, the By-laws and the laws of the state of Florida thereunto appertaining, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are as follows:

Office Name Post office address

Fresident Juan I Montenegro 8762 NW 112 Street Hisleah Gardens FL 33018

NINTH: The name and post office address of each subscriber to the Certificate of Incorporation and the number of shares of stock

which each agrees to take are as follows:

Mane

Post office address

Shares

Juan I Montenegro 8762 NW 112 Street Hisland Gardens FL 33018

100

TENTH: The stockholders of this corporation may divide

themselves into groups for the purposes of obtaining unit control in

the corporation, and when any agreement shall be binding upon the

corporation, it shall be recognized by the directors and shall be

observed by the officers and agents of the corporation; and

particularly the stockholders are authorized to include in such

agreements entered into between themselves provisions which will

confer upon the individual groups the power to elect certain numbers

of directors and, in particular, the stockholders may include in

agreements between themselves the following as valid matters of

agreement, to wit:

- (a) The manner and method in which the persons by whom directors may be elected.
- (b) Any limitations upon the transferability or assignment of the stock.
- (c) The confarring of preemptive rights of purchase upon stockholders as conditions precedent to the sale of any other stock.
- (d) The making of By-Laws and rules for holding meetings and what constitutes a quorum therefore.
- (e) Any matters related to effectuating the purposes included in any of the foregoing matters.

Agreements between stockholders shall continue binding upon the

corporation until there is filed with the president and secretary of the corporation, in duplicate, a written instrument signed by the persons who originally created such stockholder agreement (or their successors in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the stockholders agreement) consenting to the revocation and cancellation of the agreement among the stockholders.

ELEVENTE: Cumulative voting may be permitted by the terms of the by-laws.

TWELFTH: President Juan J Montanegro 8762 NW 112 Street Hisleah Gardens FL 33018

Registered agent for service of process upon this corporation, subject nevertheless to the right of this corporation to change such resident agent and the office location of place of business for service of process in the manner provided in Section 48.091(1) of Florida Statues.

IN WITNESS WHEREOF, the parties hereto have hereunto set their Hand and seals this 12 day of December A.D., 2008.

Signed, sealed and delivered in the presence of (As to all)



Juan I Montenagro

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Juan I Montenegro REGISTERED AGENT

STATE OF FLORIDA)

; SS:

COUNTY OF DADE)

BE IT REMEMBERED that on this day personally appeared before me the undersigned notary public in and for the State of Plorida.

PAGE 09/10

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Juan I Montenegro

parties to the foregoing certificate of incorporation, known to me personally to be such, upon their eath, they acknowledged the same to be the act and deed of such signers and that the facts therein stated are truly set forth.

WITNESS my hand and official seal at Mismi, said

County and State, this 3 day of December A.D., 2008

N. COELLO

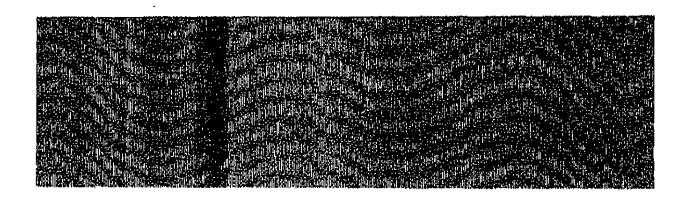
NY COMMASSION II DO 563453

EXPIRES, June 13, 2010

Bonded This Natury Fuest Undervision

Mereyda Coello, Notary public

State of Florida



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