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(((H95000001442))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BERENO, INC.
FAX AUDIT NUMBER: H95000001442 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/03/1995 TIME REQUESTED: 16:27:09
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.60 ACCOUNT NUMBER: 072450003266

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ARTICLES OF INCORPORATION

OF

SERENO, INC.

The undersigned, acting as Incorporator to these Articles of Incorporation, of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is Sereno, Inc.

ARTICLE II - NATURE OF BUSINESS

To carry on anywhere in the United States or any foreign country the business of showmen, song, music, band, and entertainers of every description; to present, produce, manage, conduct and perform musical conditions at any theater, music hall, or place of amusement or entertainment as the company may from time to time think fit.

To acquire copyrights on songs, lyrics, and musical compositions; to license and use such material for mechanical reproduction; to license the use by vocal, instrumental, or any other means known or to be known; to print, sell, and distribute sheet music, and to do any and all activities performed by mated persons in the music publishing and entertainment business.

To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things herein above set forth to the same extent and as full as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific

VAL R. PATARINI, P.A.
Post Office Box 608
Wauchilla, FL
Fl. Bar #0061618
(813) 773.3171
Fl. Bar No. 0061618

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powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 900 shares of common stock, each share having a par value of \$ 1.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$ 900.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal of this corporation is to be at 88 Martin Luther King Boulevard, Wauchula, Florida 33873. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT

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

That SERENO, INC., desiring to organize under the laws of the State of Florida, with its principal office in the City of Wauchula, County of Hardee, has named ARTURO JAIMES, located at 88 Martin Luther King Boulevard, Wauchula, Florida, 33873, agent to accept service of process within this State; That the Resident's Agent's home address is 88 Martin Luther King Boulevard, Wauchula, Florida 33873.

ARTICLE VIII - DIRECTORS

This corporation shall have three (3) Director's initially. The number of Directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1).

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ARTICLE IX - INITIAL DIRECTORS

The names and street addresses of the initial Directors, who shall hold office until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>PHYSICAL ADDRESS</u>	<u>MAILING ADDRESS</u>
Arturo Jaimes	88 Martin Luther King Bl. P.O. Box 2114 Wauchula, FL 33873	Wauchula, FL 33873
Angel Jaimes	90 Martin Luther King Bl. P.O. Box 2114 Wauchula, FL 33873	Wauchula, FL 33873
Areli Jaimes	88 Martin Luther King Bl. P.O. Box 2114 Wauchula, FL 33873	Wauchula, FL 33873

ARTICLE X - OFFICERS

The Officers of the Corporation, who shall hold office until their successors are elected by the Board of Directors, shall be:

<u>NAME</u>	<u>PHYSICAL ADDRESS</u>	<u>TITLE</u>
Arturo Jaimes	88 Martin Luther King Blvd. Wauchula, FL 33873	President & Treasurer
Angel Jaimes	90 Martin Luther King Blvd. Wauchula, FL 33873	Vice President
Areli Jaimes	88 Martin Luther King Blvd. Wauchula, FL 33873	Secretary

MAILING ADDRESS

Post Office Box 2114
Wauchula, FL 33873

ARTICLE XI - SUBSCRIBERS

The name and the street address of the subscriber to these Articles of Incorporation, the number of shares agreed to take, and the value of the consideration therefore are as follows:

<u>NAME AND ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
Arturo Jaimes 88 Martin Luther King Blvd. Wauchula, FL 33873 (physical)	60	\$ 300.00

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FED-03-1993 1612 FROM EMPIRE

TO

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P.O. Box 2114
Wauchula, FL 33873
(mailing)

Angel Jaimes 60 300.00
90 Martin Luther King Blvd.
Wauchula, FL 33873
(physical)
P.O. Box 2114
Wauchula, FL 33873
(mailing)

Areli Jaimes 60 300.00
88 Martin Luther King Blvd.
Wauchula, FL 33873
(physical)
P.O. Box 2114
Wauchula, FL 33873
(mailing)

ARTICLE XII - EFFECTIVE DATE

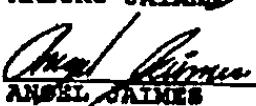
These Articles of Incorporation shall be effective on the granting of the Corporation by the State of Florida.

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders' meeting by a majority (51%) of the intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 24 day of February, 1995.


ARTURO JAIMES


ANGEL JAIMES


ARELI JAIMES

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FEB-03-1993 16:24 FROM EMPIRE

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STATE OF FLORIDA
COUNTY OF HADDOCK:

The foregoing instrument was acknowledged before me this
the 2nd day of February, 1993, by ARTURO JAIMES, ANGEL
JAIMES, and ARELI JAIMES.

Val R Paternice
NOTARY PUBLIC/STATE OF FLORIDA

My commission expires:

TYPE OF IDENTIFICATION
PRODUCED:

FL DRIVERS LICENSE

Arturo - J 510 0-67 4580

Angel - J 510 0-67 1870

Areli - J 510 000-71 3120

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the
above-styled corporation, at the place designated in this
certificate, I hereby accept to act in this capacity and
agree to comply with the provisions of said Act relative to
keeping open said office.

Arturo Jaimes
ARTURO JAIMES
Registered Agent

95 FEB-6 AM 9:23
TALLAHASSEE, FLORIDA

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