

(SAMPLE LETTER OF TRANSMITTAL)

P 950000009862
Date

Secretary of State,
Division of Corporations
P. O. Box 6377
Tallahassee, FL 32314

Re: MY COUNTRY RECORD SHOP INC, Inc.
(name of corporation)

RECEIVED
FEB 1 1995
TALLAHASSEE, FLORIDA
***123.50 ***12.30

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

JUAN MADRID
(individual's name)

FILED
95 FEB -1 PM 5:28
DIVISION OF STATE
TALLAHASSEE, FLORIDA

MY COUNTRY RECORD SHOP, INC
(name of corporation)

MAILING ADDRESS OF CORPORATION		
2279 NORTH WEST 28 ST		
MIAMI, FLORIDA 33142		
PHONE		
()		
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of
'MY COUNTRY RECORD SHOP INC.'

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida

ARTICLE I - CORPORATE NAME

The name of the corporation is:

MY COUNTRY RECORD SHOP INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of one dollar Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	JUAN MADRID		
ADDRESS	1121 SW 105 AVE #137		
CITY	MIAMI	FLORIDA	ZIP

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	JUAN MADRID		
ADDRESS	1121 SW 105 AVE #137		
CITY	MIAMI	FLORIDA	ZIP

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	JUAN MADRID		
ADDRESS	1121 SW 105 ST#137		
CITY	MIAMI	STATE	FL
ZIP			
NAME			
ADDRESS			
CITY		STATE	
ZIP			
NAME			
ADDRESS			
CITY		STATE	
ZIP			

FILED
95 FEB - 1 PM 5:28
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: JUAN MADRID			
ADDRESS: 2279 SW 28 ST			
CITY: MIAMI	STATE: FL	ZIP:	
NAME:			
ADDRESS:			
CITY:	STATE:	ZIP:	
NAME:			
ADDRESS:			
CITY:	STATE:	ZIP:	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 22 day of JAN, 1995.

Juan Madrid (Seal)
JUAN MADRID

____ (Seal)

____ (Seal)

STATE OF FLORIDA)
COUNTY OF DADE) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Juan Madrid
Signature

FLORIDA
Form of Identification

Signature

Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath (was)(was not) taken

NOTARY RUBBER STAMP SEAL

OFFICIAL NOTARY SEAL
JOHNNY MATTHEW
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 263119
MY COMMISSION EXP. MAR 7, 1997

Witness my hand and official seal in the County and State last aforesaid this 22 day of JAN, 1995

Notary Signature

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

MY COUNTRY RECORD SHOP INC

(name of corporation)

FILED
FEB-1 1981 5:28
STATE OF FLORIDA
TALLAHASSEE

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2279 NW 28 ST

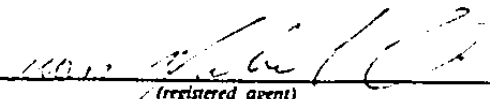
MIAMI FLORIDA 33142

has named JUAN MADRID

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)