

P95000019949

March 1, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

4000001-125634
03/10/95--01003--001
****122.50 ****122.50

Attention: Corporate Division

RE: Inter-Mex Music Distribution, INC.

Dear Sirs:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced corporation, together with a check in the amount of \$122.50, said check allocated as follows:

\$ 35.00 filing fee
\$ 52.00 certified copy
\$ 35.00 registered agent fee

Please certify and return the Articles of Incorporation which we have prepared on corporate (reinforced) paper.

Thank you for your cooperation in this matter.

Sincerely,



Jose M. Rubio, Jr.

Enclosures

SDC

95 MAR -9 PM 12:50

RECEIVED
CORPORATE DIVISION
MAR 10 1995

**ARTICLES OF INCORPORATION
OF
INTER-MEX MUSIC DISTRIBUTION, INC.**

The undersigned incorporators to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.

NAME: The name of this corporation shall be Inter-Mex Music Distribution, Inc.

ARTICLE II.

ADDRESS: The principal office and mailing address of this corporation is 435 West Highway 80, LaBelle, Florida, 33935.

ARTICLE III.

NATURE OF BUSINESS: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

CAPITAL STOCK: This corporation is authorized to issue 100 shares of \$1 par value common stock.

ARTICLE V.

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI.

INITIAL REGISTERED AGENT AND OFFICE: The name and street address of the initial registered agent and office of this corporation is Jose M. Rubio, Jr., 2006 Mariner Ct., LaBelle, Florida, 33935.

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ARTICLE VII.

DIRECTORS: The initial Board of Directors shall consist of 2 members, who need not be residence of the State of Florida or shareholders of the corporation.

ARTICLE VIII.

INITIAL DIRECTORS: The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

NAME: Victor Luna Address: 10570 Robinson St., Ft. Myers, Florida 33908.
NAME: Jose M. Rubio, Jr. Address: 2006 Mariner Ct., LaBelle, Florida 33935

ARTICLE IX.

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

NAME: Jose M. Rubio, Jr. Address: 2006 Mariner Ct. LaBelle, Florida 33935

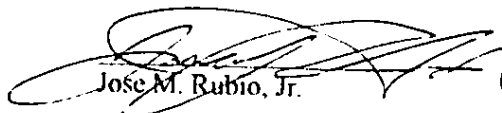
ARTICLE X.

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XI.

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 them to the shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

The undersigned incorporators have executed this Articles of Incorporation this 1st day of March, 1995.


Jose M. Rubio, Jr.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Inter-Mex Music Distribution, INC., at the place designated in the Articles of Incorporation, Jose M. Rubio, Jr., 2006 Mariner Ct., LaBelle, Florida 33935, agrees to act in this capacity and agrees to comply with the provisions of all states relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated: 3-8-, 1995


Jose M. Rubio, Jr.

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FILED
COUNTY CLERK
H&R