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ACCOUNT NO. : 072100000032

REFERENCE : 682406 8690A

AUTHORIZATION :

*Patricia Pygott*

COST LIMIT : ~~0.78~~ 78.75

ORDER DATE : September 14, 1995

ORDER TIME : 12:29 PM

ORDER NO. : 682406

CUSTOMER NO: 8690A

CUSTOMER: David C. Jacobson, Esq  
BEDZOW KORN & KAN, P.A.

13 SEP 1995 11:11 AM

P. O. Box 8020

Hallandale, FL 33008

DOMESTIC FILING

NAME: OCEAN DRIVE RECORDING STUDIOS,  
INC.

XXX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
~~XXX~~ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
95 SEP 14 AM 10:20  
ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

SEP 15 1995 BSB

FILED  
95 SEP 14 AM 10:21  
CLERK OF DISTRICT COURT  
JANUARY 15, 1996

ARTICLES OF INCORPORATION  
OF

OCEAN DRIVE RECORDING STUDIOS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OCEAN DRIVE RECORDING STUDIOS, INC.

The address of the principal office of this corporation shall be 820 Ocean Drive, Suite 202, Miami Beach, Florida 33169, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is Alan Schneider.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Ron Gibbs Dir.	820 Ocean Drive, Suite 202 Miami Beach, Florida 33169
George Diaz Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Ron Gibbs Pres.	820 Ocean Drive, Suite 202 Miami Beach, Florida 33169
George Diaz V. Pres.	Same
Francisco Guerrea V. Pres./Sec.	Same

ARTICLE VIII. INCORPORATOR

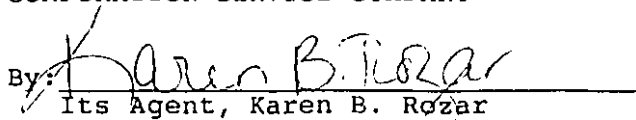
The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 14, 1995.

CORPORATION SERVICE COMPANY

By:

  
Its Agent, Karen B. Rozar

CLD/dgs

FILED  
95 SEP 14 AM 10:21  
1995

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

Alan B. Schneider, an individual residing  
in this state, having a business office identical with  
the registered office of the corporation named below, and  
having been designated as the Registered Agent in the  
above and foregoing Articles of Incorporation of:

OCEAN DRIVE RECORDING STUDIOS, INC. is  
familiar with and accepts the obligations of the position  
of Registered Agent under Section 607.0505, Florida  
Statutes.

By: Alan B. Schneider

Typed name: Alan B. Schneider