

JAN-09-1996 17:09

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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 492 W. FLAGLER ST.  
STATE OF FLORIDA SUITE 200  
409 EAST GAIL ST. MIAMI FL 33136-0000  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: MUNCY MUSIC INTERNATIONAL PUBLISHING CORP.

FAX AUDIT NUMBER: H9600J000437 CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/09/1996 TIME REQUESTED: 16:43:01

CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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96 JAN 10 AM 7:58

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95 JAN 10 AM 11:00  
SECRETARY OF  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

THE UNDERSIGNED, has executed the following documents as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

"MUNDI MUSIC INTERNATIONAL PUBLISHING CORP."

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:

269 N.W. 44 AVENUE  
MIAMI , FLORIDA .33126

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

Prepared by:  
Alberto Miguel, CPA  
814 SW 27 AVE #206  
MIAMI, FL 33135  
305-649-1322

ALL AND EVERY SONG WICH IS PUBLISH BY MUNDI MUSIC INT' CORP  
ALL AND TOTAL OF ROYALTIES NEED TO BE SHARE SOXBETWEEN BOTH  
PARTNER. MARIO MARTINELLI AND MIGUEL P. NACEL

To purchase, take, receive, lease, or otherwise  
acquire, own, hold, improve, use, and otherwise deal  
in and with real or personal property or any interest  
therein, wherever situated;

To sell, convey, mortgage, pledge, create a security  
interest in, lease, exchange, transfer, and otherwise  
dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its  
officers and employees in accordance with Florida  
Statute S607.141;

To purchase, take, receive, subscribe for, or  
otherwise acquire, own, hold, vote, use, employ, sell,  
mortgage, lend, pledge, or otherwise dispose of, and  
otherwise use and deal in and with, shares or other  
interests in, or obligations of, other domestic or  
foreign corporations, associations, partnerships, or  
individuals, or direct or indirect obligations of the  
United States or of any other government, state,  
territory, governmental district, or municipality or  
of any instrumentality thereof;

To make contracts and guarantees and incur  
liabilities, borrow money at such rates of interest as  
the corporation may determine, issue its notes, bonds,  
and other obligations, and secure any of its  
obligations by mortgage or pledge of all or any of its  
property, franchises, and income;

To lend money for its corporate purposes, invest and  
reinvest its funds, and take and hold real and  
personal property as security of the payment of funds  
so loaned or invested;

To conduct its business, carry on its operations, and  
have offices and exercise the powers granted by this  
act within or without this state;

To elect or appoint officers and agents of the  
corporation and define their duties and fix their  
compensation.

To make and alter bylaws, not inconsistent with its  
articles of incorporation or with the laws of this  
state, for the administration;

To make donations for the public welfare or for  
charitable, scientific, or educational purposes;

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To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute §607.014;

#### ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of shares, having an individual par value of

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

MARIO A. MARTINEZ  
A/K/A MARIO MARTINELLI  
269 N.W. 44 AVENUE  
MIAMI FL. 33126

MIGUEL NACEL  
2575 S.W. 27 AVENUE #212  
MIAMI, FLORIDA 33133.

#### ARTICLE VII

The initial board of Directors shall consist of a total of (2) person(s) and the name and address of the person(s) who is to serve as an initial director(s) is:

<u>NAMES</u>	<u>ADDRESS</u>	<u>No. OF SHARES</u>
MARIO A. MARTINELLI	269 N.W. 44 AVE. MIAMI FL. 33126	50X
MIGUEL NACEL	2575 S.W. 27 AVE. #212 MIAMI, FL. 33133	50X

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ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

MARIO A. MARTINEZ  
A/K/A MARIO MARTINELLI  
269 N.W. 44AVE.  
MIAMI, FLORIDA 33126.

MIGUEL NACEL  
2575 S.W. 27 AVE.#212  
MIAMI FLORIDA 33133

The undersigned has executed these Articles of Incorporation this NINE (09) day of JANUARY, 1996.

*Mario A. Martinez A/K/A Mario Martinelli*  
Incorporator

*Miguel Nacel*  
Registered Agent

STATE OF FLORIDA )  
COUNTY OF DADE } SS.

Before me, a notary Public authorized to take acknowledgement in the State and county set forth above, personally appeared MARIO A. MARTINEZ / A/K/A MARIO MARTINELLI. AND MIGUEL NACEL know to me to be the Person(s) Whom executed the foregoing Articles of Incorporation, and (They) acknowledged before me that (They) executed those Articles of Incorporation.

In WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid  
This 09 day of JANUARY 1996.

ALBERTO MIGUEL  
NOTARY PUBLIC  
AT LARGE  
My Commission Exp. Oct. 5, 1999

*Alberto Miguel*  
NOTARY PUBLIC, STATE OF FLORIDA AT LA

Commission expire: OCT. 5 - 1999.

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that "MUNDI MUSIC INTERNATIONAL PUBLISHING CORP."  
(Name of Corporation)  
desiring to organize under the laws of the State of FLORIDA  
(Florida)  
with its principal office, as indicated in the articles of  
incorporation has named Y MIGUEL P. NACEL  
(Name of Registered Agent)  
located at 2575 S.W. 27 AVENUE. APT. #212  
City of MIAMI County of DADE  
(City) (County)

State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

*Miguel P. Nacel*  
Registered Agent

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TALLAHASSEE, FLORIDA

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PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33136-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3884  
FAX: (305) 541-3770

(((H96000002264))) DOCUMENT TYPE: BASIC AMENDMENT  
NAME: "MUNDI MUSIO INTERNATIONAL PUBLISHING CORP."  
FAX AUDIT NUMBER: H9600001 2264 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 02/15/1996 TIME REQUESTED: 10:10:09  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
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SEC. CLERK OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

February 16, 1996

"MUNDI MUSIC INTERNATIONAL PUBLISHING CORP."  
269 N.W. 44TH AVENUE  
MIAMI, FL 33126

SUBJECT: "MUNDI MUSIC INTERNATIONAL PUBLISHING CORP."  
REF: P96000003019

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The current name of the entity is as referenced above. Please correct your document accordingly.

The old corporate name is the only name that should be in the heading.

The date of adoption of each amendment must be included in the document.

Please indicate the name(s) of each voting group(s) entitled to vote on the amendment.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H96000002264  
Letter Number: 596A00006941

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

PREPARE BY:  
ALBERTO MIGUEL, C.P.A.  
814 S.W. 27 AVE. ST. 206  
MIAMI, FLORIDA 33135  
(305) 649.1322

" MUNDI MUSIC INTERNATIONAL PUBLISHING CORP "

MUNDI MUSIC INTERNATIONAL PUBLISHING CORP

(Previous Name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

(CHANGE OF NAME)

NEW NAME IS: "HANDELMOON MUSIC PUBLISHING CORP."

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: Feb- 16-96

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by MARIO A. MARTINEZ & MIGUEL NACHEL voting group."

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 16 of FEBRUARY, 19 96

Signature Mario A. Martinez & Miguel Nachel  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

MARIO A. MARTINEZ & MIGUEL NACHEL  
Typed or printed name

BOARD OF DIRECTORS.  
Title

P96 000003019

Charter Number Only

8-6-96

C/DR RIVADENEIRA

Requester's Name

2742 SW 8 St #1201

Address

MIAMI, FL

City

State

ZIP

Phone

643-2248

VALIDATION ONLY

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26 AUG - 5 PM 2:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECORDED 1313919  
INDEXED 00790-0113-008  
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CORPORATION(S) NAME

Handelmoon Music Publishing CORP.



Empire Toll Free: 1-800-432-3028

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|--|---|---|
| <input type="checkbox"/> Profit              | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit           | <input type="checkbox"/> Foreign                | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership | <input checked="" type="checkbox"/> Dissolution | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Photo Copies        | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Call If Problem     | <input checked="" type="checkbox"/> Walk In     | <input type="checkbox"/> Mail Out                   |
| <input type="checkbox"/> Will Wait           | <input checked="" type="checkbox"/> Pick Up     |   |

Name
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Acknowledgment
W.P. Verifier

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## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

FIRST: The name of the corporation is HANDELMOON MUSIC PUBLISHING CORP

SECOND: The articles of incorporation were filed on 02-22-1996

THIRD: (check one)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (check one)

☒ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 30 day of JULY, 19 96

HANDELMOON MUSIC PUBLISHING CORP.

(Corporation Name)

By INCORPORATOR

Mario A Martinez A/K/A Mario Martinelli  
(An incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

MARIO MARTINEZ A/K/A MARIO MARTINELLI

(Typed or printed name)

INCORPORATOR

(Title)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Signed this 30 day of JULY, 19, 96.

HANDELMOON PUBLISHING CORP.

(Corporation Name)

By INCORPORATOR AND REGISTER AGENT \* Miguel Nacel  
(Chairman or Vice Chairman of the Board of Directors, President or  
other officer if adopted by the shareholders)  
(A director or incorporator if adopted by the directors or incorporators)

MIGUEL NACEL

(Typed or printed name)

INCORPORATOR AND REGISTER AGENT.

(Title)