

JAN-12-1996 14:38  
FLORES

2:19 PM

P.17

896000004451

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
(((H96000000037)))  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 142 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33135- 33401-0000  
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: CARIBBEAN MUSIC DISTRIBUTORS, INC.1  
FAX AUDIT NUMBER: H96000000037 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 01/12/1996 TIME REQUESTED: 14:19:23  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255  
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember Mto type the Fax Audit number on the top and bottom of all pages of the document  
(((H96000000037)))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:08:

1-1696  
56 JAN 12 AM 10:39  
SECRET  
TALLAHASSEE FLORIDA

56 JAN 12 PM 3:21  
RECEIVED

JUN-12-1996 14:30

P.18

ARTICLES OF INCORPORATION  
OF  
CARIBBEAN MUSIC DISTRIBUTORS, INC.

SECRET  
JUN 12 1996  
FBI  
P.18

H96000000637

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

ARTICLE I

The name of the corporation is CARIBBEAN MUSIC DISTRIBUTORS, INC.

ARTICLE II  
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV  
CAPITAL STOCK

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is

PREPARED by ROBINSON & COMPANY  
COLIN ROBINSON  
17625 NW 27TH AVE

MIAMI FL. 33056  
(305) 621-7555

H96000000637

H96000000637

100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

#### ARTICLE V

The name of the initial registered agent of this corporation is PETER PRENDERGAST state address of the initial registered office of the corporation in the State of Florida is 8069 NW 67TH STREET, MIAMI, FLORIDA 33166.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial Directors are:

PETER PRENDERGAST

8069 NW 67TH STREET  
MIAMI, FL. 33166

MICHAEL MOODIE

1761 NW 96TH TERRACE  
PEMBROKE PINES, FL. 33024

H96000000637

ARTICLE VII  
INCORPORATION

The name and address of the incorporator of these articles of Incorporation is PETER PRENDERGAST, 8069 NW 67TH STREET, MIAMI, FLORIDA, 33166.

ARTICLE VIII  
INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

H96000000637

H96000000637

H96000000637

P. 21

3

**ARTICLE X  
AMENDMENT**

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 30 day of DEC. 1995.

  
\_\_\_\_\_  
PETER PRENDERGAST

H96000000637


H96000000637

4

STATE OF FLORIDA )  
COUNTY OF BROWARD )

BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared PETER PRENDERCAST known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 30 day of DECEMBER 1995.

  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:

H96000000637

H96000000637

5

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes  
the following is submitted:

FIRST that CARIBBEAN MUSIC DISTRIBUTORS, INC. desiring to  
organize or qualify under the laws of the State of Florida with its  
principal place of business at 8069 NW 67TH STREET, MIAMI, FLORIDA  
33166, has named PETER PRENDERGAST of 8069 NW 67TH STREET, MIAMI,  
FLORIDA, 33166, as its agent to accept service of process within  
Florida.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated  
corporation, at place designated in this Certificate, I hereby am  
familiar with and accept the duties and responsibilities as  
registered agent for said corporation.

Dated this 30 day of DECEMBER, 1995.

BY:

Peter Prendergast  
PETER PRENDERGAST  
Registered Agent

H96000000637