

Charter Number Only

P9600000 9734

1-25-96

Luciana Brand

Requester's Name

2420 SW 29 Ave

Address

Miami, FL

City

State

ZIP

Phone

858-5506

VALIDATION ONLY

FILED  
96 JAN 26 11:03  
FBI-ATLANTA

11/20/95 11/20/95 11/20/95  
11/20/95 11/20/95 11/20/95

CORPORATION(S) NAME EFFECTIVE DATE  
1-30-96

MUSICA FUTURA, CORP.

Empire Toll Free: 1-800-432-3028

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

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY  
W/ 2030

JAN 31 1996

RECEIVED  
96 JAN 26 AM 10:08  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 26, 1996

EMPIRE

TALL, FL

SUBJECT: MUSICA FUTURA CORP  
Ref. Number: W96000002030

We have received your document for MUSICA FUTURA CORP and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please provide an English translation for the entity's name in your cover letter.

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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 996A00003499

RECEIVED  
96 JAN 31 AM 11:14  
DIVISION OF CORPORATIONS

January, 30, 1996

Ms. Freida Chessor  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

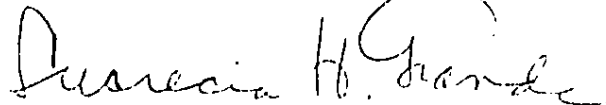
Re: Musica Futura Corp.  
Ref No. W 96000002030

Dear Ms. Chessor:

Enclosed please find Articles of Incorporation of  
Musica Futura Corp., corrected as per your request  
of January 26, 1996.

Thank you very much for your advise and courtesies.

Sincerely,



Lucrecia H. Granda

2420 S.W. 24th Avenue  
Miami, Florida 33145  
Tel. (305) 858-5506  
Fax No. (305) 856-2573

Encls.

c.c. Empire Corporate Kit Co. ✓

LHG/ECV

ARTICLES OF INCORPORATION  
OF

MUSICA FUTURA, CORP.

RECEIVED  
1-30-96

FILED  
56 JAN 31 11:07  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is Musica Futura Corp. (English translation: Future Music Corp.)

ARTICLE II

This corporation shall have perpetual existence commencing on January 30th, 1996.

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, more particularly, the corporation shall engage in records, tapes, video tapes, books, games, computers and the like, in the State of Florida and in every other State in the United States, and anywhere in the world.

ARTICLE IV

This corporation is authorized to issue five thousand shares of One (1.00) Dollar per value common stock, and the capital within which this business shall commence is \$5,000.00.

ARTICLE V

The name and street address of the initial registered agent of this corporation is Ana D. Jaen, 10521 S.W. 103 Avenue, Miami, Florida 33176.

ARTICLE VI

This corporation shall have two director(s) initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than (1). The name and address of the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Alejandro Jaen	10521 S.W. 103 Avenue Miami, Florida 33176
Ana D. Jaen	10521 S.W. 103 Avenue Miami, Florida 33176

#### ARTICLE VII

The stockholders of the corporation are:

Alejandro Jaen- 50% of the stock  
Ana Jaen- 50% of the stock

#### ARTICLE VIII

The officers of the corporation will be:

Alejandro Jaen, President  
Ana Jaen, Secretary/Treasurer

#### ARTICLE IX

By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholder or Directors.

#### ARTICLE X

The corporation shall indemnify any Officer or Director to the full extent permitted by law.

#### ARTICLE XI

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE XII

The name and address of the person signing these Articles of Incorporation is: Alejandro Jaen, 10521 S.W. 103rd Avenue, Miami, Florida 33176.

#### ARTICLE XIII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 30th day of January, 1996.

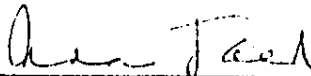


Alejandro Jaen

**ACCEPTANCE BY REGISTERED AGENT**

ANA JAEN HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 30TH DAY OF JANUARY, 1996.



Ana Jaen  
Registered Agent

FILED  
96 JAN 31 2:11:07  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a notary public authorized in the State and County personally appeared Alejandro Jaen, well known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of Musica Futura Corp., and he acknowledged before me that he executed the same for the uses and purposes therein expressed.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30th day of January, 1996.

  
Notary Public

My commission expires:



LUCREEA W. GRANDA  
My Comm. Expires 06/04/98  
Exp. Date: Sep. 11, 1998