

8

10:00 AM

((H96000003325))
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
TALLAHASSEE, FL 323
FAX: (904) 985-1000
((H96000003325))

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
EMPIRE CORPORATE KIT
1402 FLORIDA
SUITE 200
TALLAHASSEE, FL 32313-0100
CONTACT: RAY STURMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

H9600003325

NAME: THE PIANIST, INC.
FAX AUDIT NUMBER: H96000003325
DATE REQUESTED: 03/08/1988
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:00:27
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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 to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000003325))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM Connect: 00:12:0

FILED
96 MAR -8 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
03/08/88 10:00 AM

H 960000 03325

PREPARED BY:
D. A. L. (27) 2000 LEGAL, INC.
141 N. W. 2nd Ave. # 206
MIAMI, FL. 33132 (305) 373-6211
MIAMI, FL. 33132 (305) 373-6211 FAX

ARTICLES OF INCORPORATION

B&L Business Legal, Inc
141 N. W. 2nd Ave. # 206
Miami, Fl. 33132
(305) 373-6211
Elyane Bechtlinger

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: **THE PIANIST, INC.**

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

**9360 FOUNTAINBLEU BLVD. # D-205
MIAMI, FLORIDA 33172**

ARTICLE II - PURPOSE

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

ARTICLE IV - PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OR FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE V - INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

**9360 FOUNTAINBLEU BLVD. # D-205
MIAMI, FLORIDA 33172**

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

ANTHONY CARLO BOSSIO

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 MAR - 8 PM 12: 09
FILED

H 960000 03325

H 960000 03325

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ¹ DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS/ ARE:

ANTHONY CARLO BOSSIO - PRESIDENT

ARTICLE VII -- INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

**ANTHONY CARLO BOSSIO
9360 FONTAINEBLEU BLVD. #D-205
MIAMI, FLORIDA 33172**

ARTICLE VIII -- INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICES OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE IX -- MANAGEMENT OF CORPORATION SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

ARTICLE X -- BY LAWS

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 29th DAY OF FEBRUARY, OF 1996.



Incorporator

H 960000 03325

H 960000 03325

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED,
ANTHONY CARLO BOSSIO

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

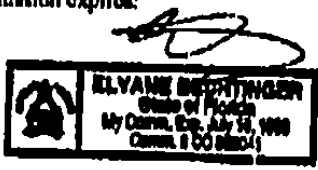
IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL SEAL.

IN THE STATE AND COUNTY AFORESAID THIS 29th DAY OF FEBRUARY, 1996.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



H 960000 03325

H 960000 03325

**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

THAT THE PIANIST, INC. , DESIRING TO ORGANIZE UNDER
THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE
COUNTY OF DADE, STATE OF FLORIDA, HAS APPOINTED:

ANTHONY CARLO BOBBIO

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:

THE PIANIST, INC.

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF
REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE
APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 29 DAY OF FEBRUARY , 1996.



Registered Agent

FILED
96 MAR -8 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 960000 03325

P96000021396

MAR-25-1996 15:26

B.

3:58 PM

PUBLIC ACCESS SYSTEM

((H96000004205))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-

02- -0000

FAX: (904) 922-4000

CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770

((H96000004205))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: THE PIANIST, INC.

FAX AUDIT NUMBER: H96000004205

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/22/1996

TIME REQUESTED: 16:58:20

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$35.00

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 to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000004205))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connect: 00:36:1

*CA approved - 86 + RA ✓
Kade*

SECRETARY OF STATE

96 MAR 26 PM 4:41

TALLAHASSEE, FLORIDA

COFILED
96 MAR 26 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Gil

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1996

THE PIANIST, INC.
9360. FONTAINBLEAU BLVD.
#D-205
MIAMI, FL 33172

SUBJECT: THE PIANIST, INC.
REF: P96000021396

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

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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. #: E96000004205
Letter Number: 196A00013489



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 26, 1996

THE PIANIST, INC.
9360. FONTAINBLEAU BLVD.
#D-205
MIAMI, FL 33172

SUBJECT: THE PIANIST, INC.
REF: P96000021396

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

Please accept our apology for failing to mention this in our previous letter.

The document must also contain the address of the registered agent which must be at a Florida street address.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6902.

Linda Stitt
Corporate Specialist

Letter Number: 896A00013729

241 N. Biscayne Blvd
1411 NE 3rd Ave. #2026
Miami, FL 33132
(305) 373-6211
Gil Ubieta

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF**

THE PIANIST, INC.

P96000021396

H 960000 04205

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST:

AMENDMENT ADOPTED:

1- BE IT KNOWN THAT THE NEW PRESIDENT, DIRECTOR & REGISTERED AGENT OF THIS CORPORATION WILL BE:

SANDRA AURORA WALKER WHO WILL ASSUME THE ABOVE REFERENCED POSITIONS

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 FOLLOW:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: MARCH 13th 1996.

FOURTH:

ADOPTIONS OF AMENDMENTS:

X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

 THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

 THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY _____

(Voting group)

SIGNED THIS 13th DAY OF MARCH, 1996

THE PIANIST, INC.

BY

Anthony Carlo Bossio

(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

Typed or printed name: ANTHONY CARLO BOSSIO

Title: REGISTERED AGENT / PRESIDENT / INCORPORATOR

H 960000 04205

SECRETARY
TALLAHASSEE
STATE
FILED
56 MAR 26 PM 4:41

H 960000 04205

**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

THAT **THE PIANIST, INC.** DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF DADE, STATE OF FLORIDA, HAS APPOINTED **HANDRA AURORA WALKER**, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE AT 11165 NW 7th STREET #203 MIAMI, FLORIDA 33172-3600

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF THE PIANIST, INC. TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISIONS OF THE FLORIDA STATUTES, THIS 21st DAY OF MARCH, 1996.


Registered Agent

SWORN AND SUBSCRIBED TO
ME UNDER MY HAND AND SEAL.
THIS 21st DAY OF MARCH 1996


ELYANE BECHTOLD



H 960000 04205

P96000021396

FEB 12-1997 12:21 PM EMPIRE CORPORATE KIT

8

12:21 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000002534 0))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: THE PIANIST, INC.

AUDIT NUMBER.....H97000002534

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:05:30

RECEIVED
FEB 12 11:52

FILED
97 FEB 12 PM 4: 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Chapman - Office
Linda

3

H 97000002534

**ARTICLE OF AMENDMENT TO
ARTICLE OF INCORPORATION OF**

THE PIANIST, INC

#P96 000021396

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLE OF INCORPORATION:

FIRST

AMENDMENT ADOPTED:

1— THE NEW PRESIDENT FOR THIS CORPORATION WILL BE:
DULCE MARIA OLMOS

SECOND

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED THE AMENDMENT ITSELF, ARE AS FOLLOWS:

THIRD

THE DATE OF EACH AMENDMENT'S ADOPTION: FEBRUARY, 04

1997.

Prepared By:
BEL Business Legal, Inc.
141 NE 3rd Ave 9th Floor
Miami, FL 33132
305-373-6211

FILED
97 FEB 12 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 97000002534

H 97000002534

FORTH

ADOPTIONS OF AMENDMENTS:

THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY _____

(Voting group)

SIGNED THIS 04 OF FEBRUARY OF 1997
THE PIANIST, INC.

BY


(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted
the shareholders)

Typed or printed name: SANDRA AURORA WALKER
Title: INCORPORADOR

PREPARED BY:
H & T BUSINESS SPECIAL INC.
141 NORTH MIAMI 3RD AVENUE 6TH FLOOR
MIAMI, FLORIDA 33132-2221
TEL: (305) 373-6211

H 97000002534