96000021906 Requestor's Name (Oliva) 6261 (e) Planor pl+13 80 prami, Ela 33134 -660000000174113596 -00713796--01049--003 ++++122.50 ++++122.50 Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document //) (Corporation Name) (Document #) 3. (Corporation Name) (Document #) 4. (Corporation Name) (Document #) Walk in Certified Copy Pick up time Mail out will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark . REGISTER MAR 1 1

Examiner's Initials

Other

Profit

Other

THE MAIN

ARTICLES OF INCORPORATION OF CAPRICORN RECORDS, INC.

96 MAR // PH 2: 56 SECRE LABORITATE TALLAMASSILL FLORIDA

ARTICLE I - NAME

The name of this corporation, shall be CAPRICORN RECORDS, INC.

ARTICLE II - TERM OF EXISTENCE

This comparation shall have perpetual existence.

. ARTICLE III - NATURE OF BUSINESS

This corporation shall engage in any business activity permitted under the laws of the State of Florida and of the United States of America.

ARTICLE IV - INITIAL STOCK

The initial capital stock with which this corporation shall commence business is One Hundred shares with a par value of \$1.00 each.

ARTICLE V - INITIAL ADDRESS

The initial corporate address of this corporation shall be 9561 Fountainbleu Blvd Suite 315, Miami, Florida 33172.

ARTICLE VI - INITIAL DIRECTORS

The initial directors of this corporation are as follows:

NAME

ADDRESS

TITLE

OSCAR OLIVA

6261 W. FLAGLER ST #12 President Miami, Florida 33134

ARTICLE VII - STOCKHOLDERS

The name and addresses of the initial stockholders of this corporation, and the number of shares they agree to take, are as follows:

NAME

ADDRESS

SHARES

OSCAR OLIVA

6261 W. FLAGLER ST #12 Miami, Florida 33134

100

ARTICLE VIII - REGISTERED AGENT

The initial Registered Agent of this Corporation shall be: OSCAR OLIVA, whose address is 6261 W. Flagler Street, #12, Mlami, Florida 33134.

IN WITNESS WHEREOF, the undersigned, being the initial incorporator to these Articles of Incorporation has hereunto set his and seal in Miami, Dade County, Florida, this 29 day of 1996.

OSCAR OLIVA

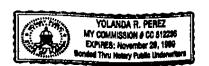
STATE OF FLORIDA)

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, OSCAR OLIVA, to me well known to be the person described in and who executed the foregoing articles of Incorporation, and he acknowledged before me, that he subscribed to these Articles of Incorporation.

Witness my hand and seal in the State and county named above, this 24 day of 500, 19946

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE



CERTIFICATE DELIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE BY PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHO PROCESS MAY DE SERVED.

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

CAPRICORN RECORDS, INC., a corporation organized under the Laws of the State of Florida, with its principal office at 9561 Fountainbleu Blvd, Suite 315, Miami, Florida, 33172, has named OSCAR OLIVA, located at 6261 W. Flagler Street, Apt 12, Miami, Florida 33144.

ACCEPTANCE

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

DSCAR OLIVA

SECRETARION PH 2: 56
SECRETARION PH 2: 56