

MP 25-106 18151
3/25/96
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF REVENUE
STATE OF FLORIDA
408 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (804) 922-4000
FROM: INPIRE CORPORATE KIT COMPANY
192 W. EAGLER ST
SUITE 200
MIAMI FL 33136-0280
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

((H96000004221))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: NEW MILLENIUM RECORDS, INC.
FAX AUDIT NUMBER: H96000004221 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/25/1996 TIME REQUESTED: 10:17:46
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

MAR-25-1996 10:51

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March 21, 1996

Secretary of State
P.O. Box 6327
Division of Corporations
The Capital
Tallahassee, FL 32314

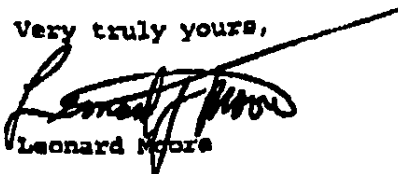
Re: Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent New Millennium Records, Inc.

Please forward to me a copy of the documents showing the appropriate "filed" and the time, day, month and year.

Very truly yours,



Leonard Moore

PREPARED BY:
David S Hernandez
210 N University Drive #502
Coral Springs, Fl 33071
(305) 346.7986

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New Millennium Records, Inc.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is
New Millennium Records, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1,000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

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

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street address of the initial registered office of this corporation is: 6281 Pembroke Pines, Hollywood, FL, 33023 and the name of the initial register agent of this corporation at that address is Leonard Moore.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 2 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Director(s) of this corporation are:

Leonard Moore & Tonya Moore
6281 Pembroke Road
Hollywood, FL 33023

ARTICLE IX. Officers. The initial officers of the corporation will be: Leonard Moore, President/Secretary, and Tonya Moore, Vice-President/Treasurer.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Leonard Moore
6281 Pembroke Road
Hollywood, FL 33023

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

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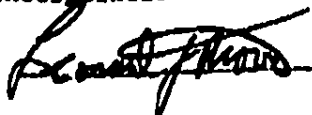
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of business in: 6281 Pembroke Road, Hollywood, FL 33023.

ARTICLE XIV. The registered agent and the corporate officers are the same, at the place of business.

ARTICLE XV. The corporation shall be effective upon acceptance by the State of Florida of these articles.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of March, 1996

 (SEAL)

STATE OF FLORIDA }
COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, personally appeared, Leonard Moore be and known by me to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 21st day of March, 1996

NOTARY PUBLIC

My Commission Expires: _____

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State
of Florida
Division of Corporations Department of State
Tallahassee, FL 32304

I, Leonard Moore do hereby consent to serve as
registered agent for the corporation, New Millennium Records,
Inc. this 21st day of March, 1996.


Leonard Moore

Address of registered agent:
6281 Pembroke Road Hollywood, FL 33023

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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