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96 MAR 25 PM 3:52
OF COUNSEL
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PORT EVERGLADES, FL 33596
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March 22, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

4110011 75.834154
413725/85-01000-014
****123.00 ****123.00

Re: Filing Articles of Incorporation for Pabanor Entertainment
Group, Inc.
Our File No. 96-1771

Dear Sirs:

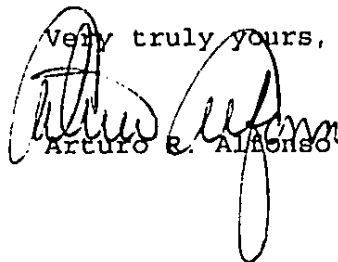
Enclosed please find the original Articles of Incorporation
for Pabanor Entertainment Group, Inc. for filing together with the
filing fee of \$122.50.

I am also enclosing a copy of the Articles to be certified by
your office.

Please return the certified copy to my office in the enclosed
self addressed stamped envelope.

Thank you for your prompt attention as to this matter.

Very truly yours,


Arturo R. Alfonso

ARA:pr

Enclosures

PH

FILED

96 MAR 25 PM 3:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PABANOR ENTERTAINMENT GROUP, INC.**

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida in compliance with Chapter 607, Florida Statutes.

ARTICLE I

The name of the corporation shall be: **PABANOR ENTERTAINMENT GROUP, INC.**

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

(1) Transact any and all lawful business in the area of MUSIC RECORDING AND PRODUCTION AND ARTIST REPRESENTATION.

(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in

and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, mortgage, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute section 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

PABLO A. ORTIZ
486 NE 29th Terrace, Apt. 4JK
Miami, Florida 33137

ARTICLE VI

The initial Board of Directors shall consist of a total of three (3) persons and the names and addresses of the persons who are to serve as initial directors are:

1. PABLO A. ORTIZ (PRESIDENT), 486 NE 29 Terrace, Miami, FL 33137
2. DANTE CHIABRA (VICE PRESIDENT), 1500 Bay Road, Apt. 1255, Miami Beach, Florida 33139
3. MIRIAM ORTIZ (SECRETARY/TREASURER), 486 NE 29 Terrace, Miami, FL 33137.

ARTICLE VII

The address of the principal office of this corporation is:

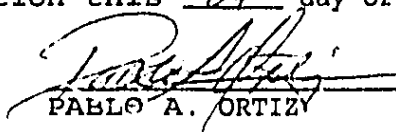
486 NE 29 Terrace, Apt. 4JK
Miami, Florida 33137

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

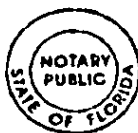
PABLO A. ORTIZ
486 N.E. 29 Terrace
Miami, Florida 33137

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 21 day of March, 1996.


PABLO A. ORTIZ

STATE OF FLORIDA)
 :SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 21 day of March, 1996, by PABLO A. ORTIZ who is personally known to me or who has produced a D.L. # 0632-661-69-339-0 as identification and who did/did not take an oath.



ARTURO ALFONSO

My Comm Exp. 1/14/97

Bonded By Service Ins

No. CC2531:4

☐ Personally Known

☒ Other E.O.


NOTARY PUBLIC

Arturo Alfonso
PRINTED NAME OF NOTARY

FILED

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

RECORDED ON 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act:

First-that PABANOR ENTERTAINMENT GROUP, INC., desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the articles of incorporation at City of
Coral Gables, County of Dade, State of Florida, as its agent to
accept service of process within this State.

ACKNOWLEDGMENT:

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

BY:


PABLO A. ORTIZ