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		Requestor	s Name			

890 S.W. 87 AVENUE SUITE: 16 Address

MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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Foreign

Other

Limited Partnership

Reinstatement Trademark

96 MAY 13 AM 11: 26 VISION OF CORPORATION

Examiner's Initials

Annual Report

Fictitious Name

Name Reservation

ARTICLES OF INCORPORATION

OF

SUN RECORDS INC.

continue de la contractionio;

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.

ARTICLE I

The name of the Corporation shall be:

SUN RECORDS, 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

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, State of Florida or any other state, country, territory or nation.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total of 100 shares, having an individual par value of \$1.00 each, and shall be only Common class of stock on this corporation.

PREPARED BY: CARLOS GRANIZO

10920 W. FLAGLER ST. # 204

MIAMI, FL 33174

ARTICLEV

The name and address of the initial registered agent, registered office, and principal office of this corporation shall be:

LUIS A ESPINO 9815 S.W. 40TH ST MIAMI, FLORIDA 33165

ARTICLE VI

The initial Board of Directors shall consist of a total of one person and the name of the person who is to serve as initial director is:

LUIS A ESPINO

PRESIDENT

ARACELIZ ZUNIGA

TREASURER

ARTICLE VII

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

LUIS A ESPINO

10980 S.W. 6TH ST.

MIAMI, FLORIDA 33174

ARACELIZ ZUNIGA

3031 S.W. 115 AVENUE

MIAMI, FLORIDA 33165

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4TH day of MAY, 1996.

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the state and county set forth above, personally appeared LUIS A ESPINO AND ARACELIZ ZUNIGA, known to me to be the persons who are executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this __4TH__ day of MAY , 1996.

CARLOS GRANIZO
NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires:

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:
First-That SUN RECORDS, INC. (Name of Corporation)
desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of Incorporation
the City of DADE
State of Florida has named
located at 9815 SW 40TH ST (Street address and number of building, Post Office Box address not acceptable)
City MIAMI , County of DADE
State of Florida, as its agent to accept service of process within this state.
ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)
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:

LUIS A ESPINO Register Agent

SSIMY 13 FILL IN BURLLAHASSEEL FLORIDA

LAZARUS CORPORATE INDUSTRIES, INC. Requestor's Name

890 S.W. 87 AVENUE SUITE: 16 Address

MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

Examiner's Initials

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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ARTICLES OF AMENDMENT TO

FILED

ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

SUN RECORDS INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment of incorporation:

Amendment(s) adopted: (indicate article number(s) being FIRST: amended, added or deleted)

> Article V: The street address of the new registered office and its new registered agent are as follows:

> > ARACELIZ ZUNIGA 3031 S.W. 115 AVENUE MIAMI, FLORIDA, 33165

Article VI : The name and address of the new director of the corporation, whom shall hold office for the first year or until her successors is duly elected and qualified, shall be:

NAME

ADDRESS

ARACELIZ ZUNIGA

3031 S.W. 115 AVENUE MIAMI, FLORIDA 33165

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 follows:

THIRD: The date of each amendments(s): MAY 20, 1996

(continued)

FOURTH:	Adoption	of	Amendment	(s)	(check	one)
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¥	The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendments(s) was/were sufficient for a approval.
	The amendment(s) was/were approved by the shareholders through voting groups.
	[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]
	"The number of votes cast for the amendments(s) was/were sufficient for approval by" (voting group)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
<u>. </u>	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signe	ed this 20 day of May, 1996
	Λ

Ву

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

(A Director if adopted by the directors) $\overline{\text{OR}}$

(By an incorporator if adopted by the incorporators)

ARACELIZ ZUNIGA President

(continued)

HAVING BEEN NAMES AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY ACCEPT THE APPOINTMENT AS REGISTER AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS MY POSITION AS REGISTERED AGENT.

ARACELIZAZINIGA
MAY 20, 1996