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Kirk A. Barrow
Attorney at Law

3500 N. State Road 7
Suite 201
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kirk A. Barrow +
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June 4, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-06/11/96--01007--013
*****70.00 *****70.00

SUBJECT: Registrar ... Music Inc.,

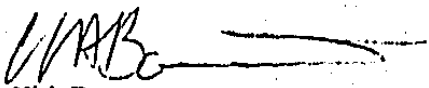
Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

Please provide a certificate of status.

A check for seventy dollars (\$70.00) is enclosed. This represents payment for:

Filing Fees and Registered Agent Fees.

Sincerely,


Kirk Barrow

pk
6/11/96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

FASHION MUSIC INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this corporation is :

FASHION MUSIC, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business is 11550 N.W. 35th Street, Sunrise, FL 33323, and the mailing address of the corporation is 11550 N.W. 35th Street, Sunrise, FL 33323.

ARTICLE III. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Kirk A. Barrow, 3500 N. State Road 7, Suite 201, Lauderdale Lakes, Florida 33319.

ARTICLE IV. NATURE OF BUSINESS

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

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have five Directors, initially. The method of election of the director shall be governed by the bylaws. The name and address of the initial members of the Board of Directors is:

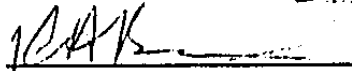
Hans-Peter Mullings	President	11550 N.W. 35th Street, Sunrise, FL 33323.
Jeremy Mullings	Vice President	11550 N.W. 35th Street, Sunrise, FL 33323.
Monica Mullings	Secretary	11550 N.W. 35th Street, Sunrise, FL 33323. Lauderdale, FL 33311.
Alfred Mullings	Director	11550 N.W. 35th Street, Sunrise, FL 33323.
Samara Mullings	Director	11550 N.W. 35th Street, Sunrise, FL 33323.

ARTICLE VIII INCORPORATORS.

The name and street address of the incorporator of these articles of incorporation is:

Kirk A Barrow, Esq.
3500 N. State Road 7 Suite 201
Lauderdale Lakes, Florida 33319

The undersigned incorporator has executed these Articles of Incorporation on June 4, 1996.



Incorporator
Its Agent, Kirk A. Barrow

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Kirk A. Barrow, Esq. Attorney at Law, authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar

with and accepts the obligations of the position of Registered Agent under Section 607.0306
Florida Statutes.

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By: KAR
Its Agent, Kirk A. Barrow, Esq.
Authorized Representative

SECRETARY OF STATE
TALLAHASSEE, FLORIDA