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TO: DIVISION OF CORPORATIONS

FROM: ENTIRE CORPORATION COMPANY

DEPARTMENT OF STATE

100 W. FLAGLER ST.

STATE OF FLORIDA

SUITE 200

200 EAST PALM STREET

MIAMI FL 33131-0000

TALLAHASSEE FL 32399

CONTACT: RAY STORMONT

FAX: (904) 217-0000

PHONE: (305) 541-3894

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DETOUR RECORDS, INC.

FAX AUDIT NUMBER: H9600000880

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/20/1998

TIME REQUESTED: 10:50:48

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 6

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

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PREPARED BY:
DAVID JACK PALGON
1266 W. FLAGLER ST.
MIAMI, FL 33135
305-643-2400

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95 JUN 21 10 21 AM '96

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ARTICLES OF INCORPORATION

TO: The Honorable LAWTON CHILES, Governor

I, the undersigned, in order to form a corporation for the purpose hereinafter stated, and under and pursuant to the provisions of the laws of the State of Florida, do hereby certify as follows:

ARTICLE I

The name of the corporation is: DETOUR RECORDS, INC.

ARTICLE II

The general nature of the business is the production of music and entertainment products, including all lawful business connected therewith, including but not limited to all forms of advertising, investing and all related fields and endeavors or any other legal business in the State of Florida. Further, the corporation is authorized to engage in any other legal business in the State of Florida, as fully as a natural person could.

The corporation shall have all powers necessary and conferred upon corporations by the laws of the State of Florida, to do and perform all other acts which may be necessary or expedient in the proper and expeditious administration of the business of the corporation, to all intents and purposes as fully as a natural person could do and perform, and which are now or hereafter may be authorized by law.

No recitation, expression or declaration of specific or special powers and purposes herein enumerated shall be deemed to be exclusive, but all powers not inconsistent therewith are hereby declared to be included.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be FIVE THOUSAND (5,000) shares of ONE DOLLAR (\$1.00) par value.

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ARTICLE IV

The amount of capital with which the corporation shall begin business shall be FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

The principal office of the corporation shall be located at: 4252 S.W. 129 Place, Miami, FL 33175.

ARTICLE VI

The period of duration of the corporation shall be perpetual.

ARTICLE VII

The number of Directors of the corporation shall be one (1), which number may, by resolution of the Board of Directors, or by the By-Laws, be increased from time to time; but said number of directors is never to be less than one. A majority of the Board of Directors, at any regular or special meeting, shall constitute a quorum for the transaction of business.

ARTICLE VIII

The registered office of the corporation is located at: 4252 S.W. 129 Place, Miami, FL 33175, and the agent designated to accept process within this State is: PRISCILIANA GARCIA, whose address is 4252 S.W. 129 Place, Miami, FL 33175.

ARTICLE IX

The name and post office address of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is as follows:

PRISCILIANA GARCIA

4252 S.W. 129 Place
Miami, FL 33175

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ARTICLE X

The name and post office address of the subscriber of the Certificate of Incorporation, and a statement of the number of shares of stock which she agrees to take is as follows:

PRISCILIANA GARCIA

4252 S.W. 129 Place
Miami, FL 33175
500 Shares

ARTICLE XI

The name and address of the officer of said corporation who shall serve for the first year, or until her successor has been elected and has qualified, is as follows:

PRISCILIANA GARCIA

4252 S.W. 129 Place
Miami, FL 33175

ARTICLE XII

The Board of Directors shall be authorized to amend the amount of authorized capital stock by applying to the Secretary of State of the State of Florida for an amendment based on the unanimous consent and resolution of the Board of Directors. The Board of Directors shall also be authorized by unanimous consent to apply to the Secretary of State of the State of Florida for amendment as to different types, kinds, classes and series of stock which the corporation shall be authorized to issue and to apply to the Florida Securities and Exchange Commission for qualification and registration of such stock. The Board of Directors, by unanimous consent, is specifically granted the authority to amend other portions of this Charter subject to the acceptance of the Secretary of State of the State of Florida, if the same be needed in the particular instance.

IN WITNESS WHEREOF, the undersigned have hereunto set his hand and seal this 20th day of June, 1996.


Prisciliana Garcia


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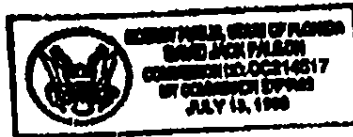
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, an officer authorized to administer oaths and take acknowledgments, PRISCILIANA GARCIA, to me well known and known to me to be the person(s) described in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that she executed the foregoing freely and voluntarily and for the purpose therein contained.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 20th day of June, 1996.


Notary Public
State of Florida at Large

My commission expires:



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U.S. DEPARTMENT OF JUSTICE

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That DETOUR RECORDS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 4252 S.W. 129 Place, Miami, FL 33175, and with its registered office at 4252 S.W. 129 Place, Miami, FL 33175, has named PRISCIANA GARCIA, of 4252 S.W. 129 Place, Miami, FL 33175, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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


Prisciliana Garcia

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