EMPIRE CORPORATE KIT
FLURIUA DIVIBIUN OF CORPORATIONS
PUBLIC COES SYSTEM 15140 (((H9 TO: GLER ST 200 03135 CONTACT: RAY STORMONT (904) IONE: (305) 641-3894 FAX: (305) 541-3770 922-4000 PHONE: (((H96000009006))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: WORLD OF MUSIC INTERNATIONAL CORPORATION FAX AUDIT NUMBER: H96000009006 CURRENT STATUS: REQUESTED DATE REQUESTED: 06/27/1996 TIME REQUESTED: 15:04:27 CERTIFIED COPIES: 1 NUMBER OF PAGES: 0 CERTIFICATE OF STATUS: 0 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072460003265 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000009006))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND (CR): Help F1 Option Menu F2 NUM CAPS Connect: 00:11:31

14/28

FILED

96 JUN 27 FN 5: 05

SECRETATION FOR TALLARIES FOR T

SHOULD 1800 40 NOISELE

96 JUN 27 PH 4: 18

RECEIVED

Jun 27

ŲΊ

ARTICLES OF INCORPORATION OF WORLD OF MUSTO INTERNATIONAL CORPORATION

the undersigned subscriber to these Articles of Incorporation, the natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NANE

The name of the corporation shall be:

WORLD OF MUSIC INTERNATIONAL CORPORATION

ARTICLE II

PURPOSES/NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

A) Any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is One Thousand (1,000) shares of common stock, having a nominal of par value of One Dollar (\$1.00) per share. The amount to be paid for each share shall be fixed by the board of director, but in no event shall be less than \$1.00. In all events, the corporation may be paid in dollars, goods or services as provided in the By-Laws.

fredated By: mauro Santos, P.A. 25 S.E. and Auc. miami, Fl 33131 305-371-5252 FBN. 516759

ARTICLE IV

TERMS OF EXISTANCE

This corporation shall have perpetual existence.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is more than One Hundred Dollars (\$100.00).

ARTICLE VI

ADDRESS

The initial address of the principal office of this corporation is:

111 N.H. 1st Street, Suite 907 Miami, Florida 33132

The Board of Directors may from time to time move the principal offices to any other address.

ARTICLE VII

REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for the corporation shall be MAURO C. SANTOS, and the registered office shall be located at Ingraham Building, 25 S.E. Second Avenue, Suite 1235, Miami, Florida 33131, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State.

ARTICLE VIII

DIRECTORS

This corporation shall have not less than one director as set

forth in the By-Laws. The names and street address of the first members of the Board of Directors of this corporation, who, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, are:

NAME

ADDRESS

HENRIQUE JORDAN

5757 Collins Ave., Apt. 2004 Niami Beach, Florida 33140

SERGIO FUJIHIRA NOGUEIRA Rua Bola Cintra 1867, 13th Fl.

Bairro Cerqueira Cesar 01512-002 Sao Paulo, SP Brazil

ARTICLE IX

SUBSCRIBER

The name and street of the subscriber of the Articles of Incorporation:

NAME

ADDRESS

MAURO C. SANTOS

25 S.E. 2nd Avenue, Suite 1235 Miami, Florida 33131

ARTICLE X

INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what condition and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right of inspection any account, book or documents of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the Board of Directors.

9006000009 6H

ARTICLE XI

INDEMNIPICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, we permitted by law, against all expenses and liability, including counsel fees, reasonable incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which be may become involved by reason of his being or having been an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer may be entitled.

ARTICLE XII

AMENDMENTS

These articles of Incorporation may be amended in the manner provided in the Hy-Laws. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholder's meeting by majority of the stock entitled to vote thereon, unless all the Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

In Witness Whereof, I have hereunto set my hand and seal at Miami, Dade County, Florida this 2776 day of 1996.

MAURO C. SANTOS

STATE OF FLORIDA COUNTY OF DADE

The foregoing instrument was acknowledged before me this 27 day of Turner, 1996, by Moures C. Senter, who personally appeared before we at the time of notarisation.

NOTARY PUBLIC-STATE OF FLORIDA:



Print Main A. D'ANELLO

ណ់

Personally Known OR Produced Identification Type of Identification Produced:

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept services or process of the corporation at the initial registered? office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply and the all the requirements of the law pertaining thereto.

MAURO C. SANTOS

90060000009 6H