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PHINDER PRODUCTION NO. : 07210000032

REFERENCE: 052977 7114252

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : August 14, 1996

ORDER TIME : 9:27 AM

ORDER NO. : 052977

CUSTOMER NO: 7114252

CUSTOMER: Mr. Ivan Hyppolite

MR. IVAN HÝPPOLITE

4121 Nw 5th St. Ste.215

Fort Lauderdale, FL 33317

DOMESTIC FILING

NAME: ATLANTIC MUSIC PRODUCTIONS AND

ENTERTAINMENT INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY

PLAIN STAMPED COPY

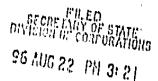
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: MICHAEL E. KLUNK

EXAMINER'S INITIALS:

RECEIVED
96 AUG 22 PH 1: 34
DIVISION OF CORPORATION

90000192998



ARTICLES OF INCORPORATION

OF

ATLANTIC MUSIC PRODUCTIONS AND ENTERTAINMENT INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

ATLANTIC MUSIC PRODUCTIONS AND ENTERTAINMENT INC.

The address of the principal office of this corporation

shall be 4121 Northwest 5th Street, Suite 215, Fort Lauderdale,

Florida 33317 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having 1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1633 Northeast 17th Way, Ft. Lauderdale, Florida 33317 and the name of the initial registered agent of the corporation at that address is Andrew Mossop.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Ivan Hyppolite Dir.

3300 Spanish Moss Terrace #408 Inverrary, Florida 33319

Mark Mignott Dir.

6505 Raquetclub Drive Lauderhill, Florida 33319

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 22, 1996.

Incorporator

Its Agent, Laura R. Dunlap

MKE

FILTO
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 22 PM 3: 21

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Andrew Mossop, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

ATLANTIC MUSIC PRODUCTIONS AND ENTERTAINMENT INC.

Andrew Mossop is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Typed Name: Andrew Mossop