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ARTICLES OF INCORPORATION

OF

JAZZ FOR NOW, INC.

96 SEP 30 PH 12: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this Corporation is JAZZ FOR NOW, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the transaction of any and all lawful purposes.

ARTICLE IV. - CAPITAL STOCK.

This Corporation is authorized to issue five hundred shares of 1.00 par value, which said shares shall be designated as "Common Shares".

ARTICLE V. - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT.

The street address of the initial registered and principal office of the Corporation is JAZZ FOR

NOW, INC., 700 N.E. 26 Terrace, #401, Miami, Fla. 33137.

The name of the initial Registered Agent of this Corporation is, MARIBEL MATOS.

ARTICLE VI. - INITIAL BOARD OF DIRECTORS.

This Corporation shall have one (1) initial director. The number of directors may increase from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this Corporation ais:

MARIBEL MATOS 700 N.E. 26 Terrace, #401 MIAMI, FLORIDA 33134

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

MARIBEL MATOS 700 N.E. 26 Terace, #401 Miami, Florida 33134

ARTICLE VIII.

This Corporation shall have all of the Corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX. - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

ARTICLE X. - INDEMNIFICATION.

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscribers has executed these Articles of Incorporation, this 28th day of August, 1996.

MARIBEL MATOS

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any amedments thereto, and to comply with the provisions of all other Statues related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand this 28th day of August, 996,

MARIBEL MATOS

REGISTERED AGÉNT

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