199600083357 FILED

541-4714

96 OI SECRITALLA TALLA

96 OCT -7 PM 2: 10

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Itequestor's Name									
	Jimenez and A	ssociates. P.	Α						
Address	A PROFESSIONAL ACCOUNTING CORPORATION 454 N.W. 22nd AVE., SUITE 209 MAML FLORIDA 33125								
City	State	ZIP	Phone #						

80000196508 -10/07/96--01041--004 ****122.50 ****122.50

COH	POR	ATIONIS	NAME
CUR	101	A LIVINID	INAME

ALL MUSIC ENTERMISE

_								
_								
	<u></u>							
1	PROFIT NON-PROFIT	I JAME	NDMENT	ŧ	I MERBER			
1	I FOREIGN	() DISS	OLUTION	{) MARK			· · · · · · · · · · · · · · · · · · ·
() LIMITED PARTNERSHIP I REINSTATEMENT	l JANNI	UAL REPORT	ſ	RESERVATION	·		
1	CERTIFIED COPY	() PHOT	O COPIES	ſ	CERTIFICATE	UNDER SEAL		· · · · · · · · · · · · · · · · ·
{) WALK IN WILL	WAIT () PICK UP	()	MAIL OUT (CALL	I AFTER 4:30	

INC.

Name
Availability
Document
Examiner
Updater
Updater
Verifyer
Acknowledgment:
W.P. Verifyer

ŧ

PH 19/19/2

FILED
96 OCT -7 PH 2: 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF:

ALL MUSIC ENTERPRISE, INC.

We the undersigned incorporate for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit and subject to the following provisions.

ARTICLE I

The name of the corporation shall be: ALL MUSIC ENTERPRISE, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized with the purpose to engage — in the transaction of retail, wholesale, distribution of records and all related products as well as import—export and all other lawfull activities of business permitted under the laws of the State of Florida and of the United —— States of America.

ARTICLE IV

The agregate maximum number of shares which this corporation shall have authority to issue and have outstanding at anyone time is: Five Hundred Shares at One Dollar Value.

ARTICLE V

This corporation shall begin business with no less than -- Five Hundred Dollars(\$500.00).

ARTICLE VI

The post office address of the principal office of this -- corporation shall be: 2230 S.W. 7th Street, Miami, Florida 33135.

ARTICLE VII

The name and address of the Initial Registered Office of -- this corporation in the State of Florida is:

GUILLERMINA MICHELLE RODRIGUEZ 2230 S.W. 7th Street Miami, Florida 33135

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors. The number of Directors, no less than one, no more than five and shall be fixed by resolution of the ----stockholders at regular or special meetings, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE IX

The name and post office address of the members of the Board of Directors who shall serve as members thereof, are as ---- follows:

NAME

OFFICE

ADDRESS

Guillermina Michelle Rodriguez President and Secretary 2230 S.W. 7th Street Miami, Florida 33135

ARTICLE X

Distribution to incorporators is as follows:

Guillermina Michelle Rodriguez 500 Shares \$500.00 Value

ARTICLE XI

Each stockholder before offering to sell or otherwise dispose of the stock of this corporation, owned by him first offer -- such stock to the remaining stockholders of this corporation and obtaining their refusal to purchase same, proceed to sell at the fair market value thereof.

ARTICLE XII

Amendments to the Articles of Incorporation, merger, consolidations or dissolution shall be approved and submitted to the stockholders for approval 100% of all votes will be necessary and thirty days notice shall be provided.

ARTICLE XIII

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of this --Articles of Incorporation. Shall have all the general and --additional powers now conferred upon it by the laws and the by-laws.

IN WITNESS THEREOF, we the undersigned, have made subscribed and acknowledged these Articles of Incorporation, on this --25th Day of September 1996.

> Ilermina Michelle Rodriguez Incorporator > 1 P362-293-74-839-0

STATE OF FLORIDA

COUNTY OF DADE

Before me the undersigned authority duly authorized to admi-nister oath and take acknowledgement, personally appeared ---GUILLERMINA MICHELLE RODRIGUEZ -----

who after first being duly sworn, executed the foregoing -ARTICLES OF INCORPORATION, freely and voluntarily for the --purpose therein expressed.

IN WITNESS THEREOF I have hereunto set my hand and official seal at Miami, said County and State, this 25th Day of Sep tember 1996.

> mueue State of TÄRY PUBLIC Fologida at

FILED
96 OCT -7 PH 2: 10
SECRETARY OF STATE

CERTIFICATE OF DESIGNATION REGISTERED AGENT=REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida -- Statues, the undersigned corporation, organized under the laws of the State of Florida, submits the following ---- statement in designating the registered office/registered agent in the State of Florida.

The name of the Corporation is ALL MUSIC ENTERPRISE, INC.

The name and address of the Registered Agent and office is Guillermina Michelle Rodriguez, 2230 S.W. 7th Street, Miami Florida 33135.

corporate Officer

Title: President

Dated: September 25, 1996.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further -- agree, to comply with the provisions of all statues relative to the proper and complete performance of my duties; and --- accept the duties and obligations of section 607.325,, Florida Statutes.

Guillermina Michelle Rodriguez Registered Agent accepting office.