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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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December 6, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: RB MUSIC, INC.

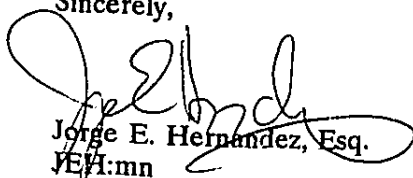
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Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporation, along with your check in the amount of One Hundred Twenty Three Dollars (\$123.00).

Please place these documents in line for processing and forward a certified copy of said Articles of Incorporation to the above address upon completion of processing. Thank you very much.

Sincerely,


Jorge E. Hernandez, Esq.
JEH:mn

Enclosures

D. BROWN DEC - 9 1996

**ARTICLES OF INCORPORATION
OF**

RB MUSIC, INC.

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

1. **NAME.** The name of the Corporation is:
RB MUSIC, INC.
2. **DURATION.** The period of its duration is perpetual.
3. **PURPOSE.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **CAPITAL STOCK.** The corporation is authorized to issue TEN THOUSAND (10,000) shares of common stock, all of one class, at NO Par Value.
5. **PRINCIPAL OFFICE.** The address of the principal office of the corporation is as follows:
10201 Hammocks Boulevard, Suite 153-116
Miami, Florida 33196
6. **INITIAL REGISTERED AGENT.** The name and address of the initial registered agent of the corporation is as follows:
Ramon Gonzalez
10201 Hammocks Boulevard, Suite 153-116
Miami, FL 33196
7. **INITIAL BOARD OF DIRECTORS.** The corporation shall have TWO (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1) director.

The name and address of the initial directors of the corporation is:

Ramon Gonzalez

10201 Hammocks Blvd, Suite 153-116
Miami, Florida 33196

Nilsa Gonzalez

10201 Hammocks Blvd, Suite 153-116
Miami, Florida 33196

8. **AMENDMENT OF ARTICLES.** The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
9. **INDEMNIFICATION.** To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.
10. **INCORPORATOR.** The name and address of the incorporator is:

Ramon Gonzalez

10201 Hammocks Blvd, Suite 153-116
Miami, Florida 33196

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of December, 1996.



INCORPORATOR
Ramon Gonzalez

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, RAMON GONZALEZ, who has produced FL. DRIVERS LICENSE as identification and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

IN WITNESS HEREOF, I have hereunto set my hand and seal this 6th day of December, 1996.

MY COMMISSION EXPIRES:



Maritza Mendoza
My Commission CC572577
Expires Jul. 28, 2000



NOTARY PUBLIC, State of Florida
Name: MARITZA MENDOZA

**CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

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In pursuance of Chapter 607.325 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that, RB MUSIC, INC. , the undersigned corporation organized to do business under the laws of this State, has appointed RAMON GONZALEZ as its agent to accept service of process within this State at the following address:

Ramon Gonzalez
10201 Hammocks Boulevard, Suite 153-116
Miami, FL 33196

Having been named to accept service of process for the above stated corporation, we hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: _____

Ramon Gonzalez

Date: _____

12/6/96

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