

4/21/97

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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PRONTO RECORD REVIEW, INC.

AUDIT NUMBER.....H97000006473

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR 22 1997

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ARTICLES OF INCORPORATION  
OF  
PRONTO RECORDS REVIEW, INC.

FILED  
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TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is PRONTO RECORDS REVIEW, INC.

ARTICLE II

The purpose or purposes for which this corporation is organized: to conduct any lawful business authorized under the laws of the State of Florida.

ARTICLE III

This corporation is authorized to issue a maximum of 100 shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the board of directors.

ARTICLE IV

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

The initial street address of the principal office of this corporation shall be:

2601 South Bayshore Drive  
Suite 1500  
Miami, Florida 33133

ARTICLE VI

The number of directors may be altered, from time to time, by By-Laws adopted by the Shareholders, however, the corporation shall have no less than one (1) Director at any time.

Prepared by:  
ALLEN D. FULLER, ESQUIRE  
2601 South Bayshore Drive  
Suite 1500  
Miami, Florida 33133  
(305) 250-7150  
BAR NO. 131842

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ARTICLE VII

The name and address of the first Board of Directors and officer of this corporation, who shall hold office for the first year or until his successor are chosen shall be:

RODOLFO SUAREZ, JR.  
2601 South Bayshore Drive  
Suite 1500  
Miami, Florida 33133

ARTICLE VIII

The name and address of the Subscriber of these Articles of Incorporation is as follows:

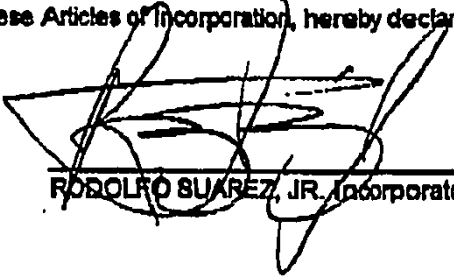
RODOLFO SUAREZ, JR.  
2601 South Bayshore Drive  
Suite 1500  
Miami, Florida 33133

ARTICLE IX

The corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

RODOLFO SUAREZ, JR., ESQUIRE  
2601 South Bayshore Drive  
Suite 1500  
Miami, Florida 33133

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

  
RODOLFO SUAREZ, JR., Incorporator

STATE OF FLORIDA )  
COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared RODOLFO SUAREZ,

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JR., known to me to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS MY HAND and official seal at Miami, Dade County, Florida, this 21 day of April, 1997.



NOTARY PUBLIC, STATE OF FLORIDA

PRINT NAME \_\_\_\_\_

COMMISSION NO. \_\_\_\_\_

EXPIRATION DATE \_\_\_\_\_



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ACCEPTANCE OF APPOINTMENT

97 APR 22 PM 12:33

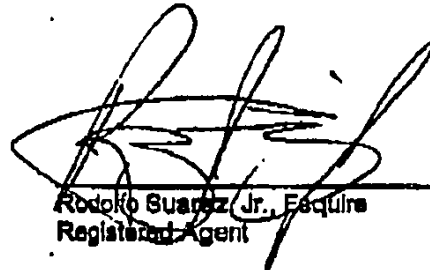
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REGISTERED AGENT

Pursuant to Section 48.091 and 607.037, Florida Statutes, the undersigned acknowledges and accepts the appointment as registered agent of PRONTO RECORDS REVIEW, INC., and agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act. The undersigned is familiar with, and accepts the obligations of, Section 607.325, Florida Statutes.

Date: April 21, 1997



Rodolfo Suarez Jr., Esquire  
Registered Agent

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