

P97000061464

Latin Rhythm Studios  
9999 SW 2nd St  
Miami, FL 33174

700002235877--7  
-07/11/97-01056-018  
\*\*\*122.50 \*\*\*122.50

Latin Rhythm Studios, Inc.

FILED  
97 MAY 16 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

685, 706, 625, 624, 613, 671  
W97-11038



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

May 13, 1997

**LATIN RHYTHM STUDIOS**  
9901 NW 9 ST CIR #2  
MIAMI, FL 33172

**SUBJECT: LATIN RHYTHM STUDIOS, INC.**  
Ref. Number: W97000011038

We have received your document for LATIN RHYTHM STUDIOS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The effective date is not acceptable since it is not within five working days of the date of receipt.

The document must include original signatures.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 297A00025491

ARTICLES OF INCORPORATION  
OF  
LATIN RHYTHM STUDIOS, INC.

FILED  
97 MAY 16 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be:

LATIN RHYTHM STUDIOS, INC.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall exist perpetually or until dissolved by due process of law. The Corporation shall commence its existence as of May 16th, 1997.

ARTICLE III

PURPOSE

This Corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

PRINCIPAL OFFICE OR MAILING ADDRESS

The initial principal office of the Corporation, or the mailing address of the Corporation shall be:

9999 SW 2nd Street  
Miami, Fl 33174

## ARTICLE V

### CAPITAL STOCK

This Corporation is authorized to issue par value common stock as described below. It will be known as Section 1244 Stock pursuant to the Internal Revenue code as amended in 1986 and no other.

Maximum Number of Shares	100
Par Value Per Share	\$1.00

The authorized shares of par value common stock may be issued for only a consideration having, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Stockholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

## ARTICLE VI

### PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

9999 SW 2nd Street

MIAMI, FL 33174

The name of the initial Registered Agent of this Corporation at the aforementioned address is:

LILIANA CASTRO

ARTICLE VIII

INCORPORATOR

The name and address of each incorporator is as follows:

LILIANA CASTRO

9999 SW 2nd Street, MIAMI, FL 33174

REGNIER ACOSTA

6673 SW 133 Court, MIAMI, FL 33183

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than fifteen (15) persons. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The initial Board of Directors shall consist of one (1) member whose name and address is as follows:

LILIANA CASTRO

9999 SW 2nd Street, MIAMI, FL 33174

**ARTICLE X  
MISCELLANEOUS**

A. The initial officers of the Corporation and their addresses shall be as follows:

President: LILIANA CASTRO  
9999 SW 2nd Street , MIAMI, FL 33174

Vice- REGNIER ACOSTA  
President: 6673 SW 133 Court, MIAMI, FL 33183

B. Upon election of the Board of Directors by the Stockholders, such Board shall manage the business and affairs of the Corporation.

C. The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Stockholders or the Directors. The Stockholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the Stockholders, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Stockholders.

D. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

E. Any Incorporator or Stockholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or deficiency of notice.

F. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

G. No contract or other transaction between this Corporation and any other Corporation shall be effected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in, or is a Director or Officer, or any Directors, of Officers of, such other Corporation

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 16<sup>th</sup> day of MAY, 1997.

Registered Agent:

Liliana A. Castro

STATE OF FLORIDA  
COUNTY OF DADE

EXECUTION OF the foregoing instrument was acknowledged before me this 16<sup>th</sup> day of MAY, 1997, by Liliana A. Castro, who is personally known to me or who has produced sufficient evidence of identification (described below) and who did take the oath.

Description of identification produced: \_\_\_\_\_

[Signature]  
NOTARY PUBLIC - SIGNATURE ABOVE

NOTARY NAME: RAQUEL TENNEN

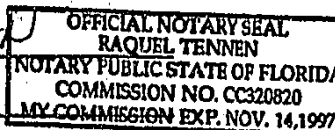
COMMISSION NO: \_\_\_\_\_

COMMISSION EXP. DATE: \_\_\_\_\_

Notary Name/Commission Number/Exp. Date - Type or Printed

The undersigned hereby accepts designation as Registered Agent of the Corporation.

Liliana A. Castro



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TALAHASSEE, FLORIDA  
SECRETARY OF STATE