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ATTORNEYS AND COUNSELLORS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

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(407) 422-2154
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Pan 89800
October 16, 1997
Return to TTH ASA
Attorney Title Insurance Fund
660 E. Jefferson Street, Ste. 200
Tallahassee, FL 32301

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10/20/97 01004--001
****122.50 ****122.50

RE: TTH Records, Inc.

Dear Sir/Madam:

Enclosed are the original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida Corporation. Also, enclosed is a check in the amount of \$122.50 representing the fees for filing and a certified copy. Enclosed please also find a check in the sum of \$10.00 for your fees.

Thank you for your assistance in this matter. Please return the filed and stamped copy of the Articles of Incorporation in the enclosed return envelope.

Sincerely,

Frank M. Fernandez
Frank M. Fernández

FMF/lir
Enclosures

RECEIVED
97 OCT 17 PM 4:00

10/20

ARTICLES OF INCORPORATION
OF
T T H Records, Inc.

FILED
97 OCT 17 PM 4:27
SECRET
TALLAHASSEE

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME AND PRINCIPAL ADDRESS OF CORPORATION

The name of the corporation is: T T H Records, Inc. The registered office, principal place of business, and mailing address of the corporation is: 6832 Hanging Moss Road, Orlando, Florida 32807.

ARTICLE II
NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV
ADDRESS

The name and street address of the registered agent of the corporation is: Hector Torres.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
DIRECTORS

This corporation shall have three (3) Directors initially. The name and street address of the members of the Board of Directors are:

HECTOR TORRES
6832 Hanging Moss Road
Orlando, FL 32807

ANIBAL TORRES
6832 Hanging Moss Road
Orlando, FL 32807

ANA T. TORRES
6832 Hanging Moss Road
Orlando, FL 32807

ARTICLE VII
OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Secretary:	ANA T. TORRES 6832 Hanging Moss Road Orlando, FL 32807
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President:	ANIBAL TORRES 6832 Hanging Moss Road Orlando, FL 32807
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Treasurer:	HECTOR TORRES 6832 Hanging Moss Road Orlando, FL 32807
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ARTICLE VIII
INCORPORATOR

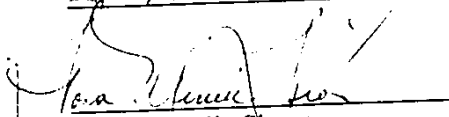
The name and address of the incorporator is HECTOR TORRES, of 6832 Hanging Moss Road, Orlando, FL 32807.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal the 16th
day of October, 1997.


HECTOR TORRES

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of October,
1997, by Hector A. Torres, who, is personally known to me or who has provided
FL-# TB-80 331-61-347 as identification, and who did take an oath.

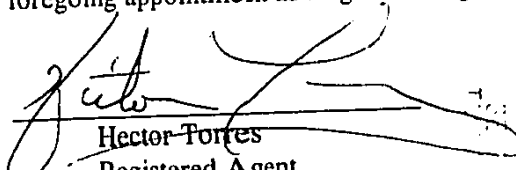

Notary Public Signature



Rosa Minier Rios
Notary Public Printed Name
My Commission Expires: October 9, 1999

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as Registered Agent for T T
H Records, Inc.


Hector Torres
Registered Agent

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