

Charter Number Only

1/16/98
P9700015878

VALIDATION ONLY

Requestor's Name
Emilio C. Pastor
Address
255 University Drive
Coral Gables FL 33134
City State ZIP Phone

500002416815--0
-01/30/98--01009--019
****122.50 ****122.50

CORPORATION(S) NAME

Sunshine Entertainment, Inc.

FILED
98 FEB 18 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

RECEIVED
98 JAN 30 AM 9:17
DIVISION OF CORPORATIONS

Certified Copy

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

W98-2204
K. Rolfe JAN 30 1998

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 30, 1998

EMPIRE

TALLAHASSEE, FL

SUBJECT: SUNSHINE ENTERTAINMENT, INC.
Ref. Number: W98000002204

We have received your document for SUNSHINE ENTERTAINMENT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

Please return the original and one copy of 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 (850) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 698A00005505

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98 FEB 18 AM 9:33
DIVISION OF CORPORATIONS

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98 FEB 18 AM 10:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SUNSHINE ENTERTAINMENT, INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the Corporation shall be **SUNSHINE ENTERTAINMENT, INC.**

ARTICLE II

The general nature of the business to be transacted by this corporation is to provide management and entertainment services of special musical events, musical group management, and bookkeeping, and any other activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge sell assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking safe deposit, trust insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell,

convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one thousand (1,000) shares at One (\$1.00) Dollar par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than One Thousand (\$1,000.00) Dollars.

ARTICLE V

TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is: 1450 Madruga Ave., Coral Gables, Fl 33134. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have no less than one (1) director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII

INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

ROBERTO RIADIGOS, President/Treasurer

SUBSCRIBERS

The name and street address of the subscriber of these Articles of Incorporation, the number of shares of stock which he agrees to take, and the value of the consideration therefore is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Roberto Riadigos	5401 Collins Avenue , #1232 Miami Beach, Fl 33140	1,000	\$1,000.00

REGISTERED AGENT

The initial designation of the registered office of this corporation shall be 255 University Drive, Coral Gables, Florida 33134, and the registered Agent shall be EMILIO PASTOR, P.A.^{C.}

Pursuant to Florida Statutes Section 607.164, having been named to accept process for

the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in the capacity, and agree to comply with the provisions of the Act relative to keeping open said office.

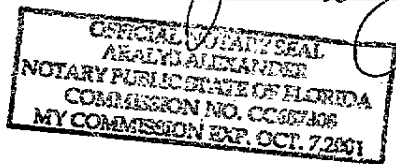
By: Emilio Pastor
Registered Agent

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 named above, to take acknowledgments, personally appeared, EMILIO PASTOR, to me known to be the person described as Registered Agent, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and seal, in the County and States named above, this 29th day of January, 1998. Personally Known



ARTICLE IX

AMENDMENT

Akalya Alexander
Notary Public

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we, the incorporators above named, have hereunto set out hands and seals this 29th day of January, 1998.

Roberto Riadigos
ROBERTO RIADIGOS

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 named above, to take acknowledgments, personally appeared, ROBERTO RIADIGOS, to me known to be the person described as subscribers in, and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to those Articles of Incorporation.

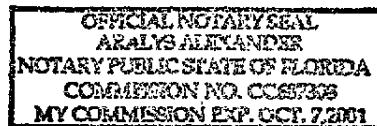
WITNESS my hand and seal, in the County and State named above, this 29th day of

Jan, 1998.

Aralys Alexander
NOTARY PUBLIC

MY COMMISSION EXPIRES:

Produced Illinois
driver's license
#R322-7204-3024



FILED
98 FEB 18 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA