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ARTICLES OF INCORPORATION OF TEJAS-5, INCORPORATED

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation is TEJAS-5, INCORPORATED.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3300 N. Port Royale Drive, #440 Fort Lauderdale, Florida 33308

ARTICLE III DURATION

The duration of this corporation is perpetual.

ARTICLE IV PURPOSES

The general purposes for which the corporation is organized are:

- To engage in the business of creating, producing, manufacturing, promoting, distributing and selling phonorecords, compact discs, multi-media cd-roms, films and any other audio or visual entertainment that may be developed in the future.
- 2. To engage in the business of acquiring, promoting and publishing songs.
- 3. To engage in the business of providing limited management services to artists.
- To engage in the business of creating and conducting seminars on the entertainment business.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 5. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
- 6. To do such other things as are incidental to the above or necessary or desirable to accomplish the above.

ARTICLE V SHARES

The aggregate number of shares which the corporation is authorized to issue is one hundred thousand (100,000) shares. Such shares shall be of a single class and shall be without par value.

ARTICLE VI REGISTERED OFFICE AND REGISTERED AGENT

The initial Registered Office and Registered Agent of the Corporation is:

Marcia J. Thomas 3300 N. Port Royale Drive, #440 Fort Lauderdale, Florida 33308

ARTICLE VII INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation are:

Marcia J. Thomas 3300 N. Port Royale Drive, #440 Fort Lauderdale, Florida 33308

The undersigned Incorporator has executed these Articles of Incorporation this 23.11 day of March 1998.

Marcia J. Thomas

Incorporator/Resident Agent

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/ REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is: TEJAS-5, INCORPORATED...

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2. The name and address of the Registered Agent and Registered Office is:

Marcia J. Thomas 3300 N. Port Royale Drive, #440 Fort Lauderdale, Florida 33308

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Marcia I Thomas

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