



ACCOUNT NO. : 072100000032

REFERENCE : 801723 119520A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : April 30, 1998 *Patricia P. 8/16*

ORDER TIME : 10:36 AM

ORDER NO. : 801723-015

CUSTOMER NO: 119520A

CUSTOMER: Ms. Ivon Gallo
L & I GALLO ACCOUNTING

1200 Danbury Avenue

Davie, FL 33325

DOMESTIC FILING

NAME: RHYTHM & NOTES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED
98 APR 30 AM 11:21
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 1:31

900002506599--7

g 4/30/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 1:31

**ARTICLES OF INCORPORATION OF
RHYTHM & NOTES, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 1:31

**ARTICLES OF INCORPORATION OF
RHYTHM & NOTES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is RHYTHM & NOTES, INC.

**ARTICLE II
OFFICES**

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

7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166

The corporation may have such other offices, either within or without the State of
Florida, as the board of directors may designate, or as the business corporation may
require from time to time.

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

1. To engage in general services, including but not limited to: PROFESSIONAL
SERVICES
2. To transact any other lawful business for which corporations may be
incorporated under the Florida Business Corporation Act.

**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at 1.00 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:

**LUIS F. GALLO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166**

**ARTICLE VI
DIRECTORS**

The number of directors constituting the initial board of directors is/are (1). The name and address of each director is:

**LUIS F. GALLO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166**



President

**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

PRESIDENT

**LUIS F. GALLO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166**

The undersigned has (have) executed these Articles of Incorporation this

24 day of April, 1998



Signature/President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 1:31

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: RHYTHM & NOTES, INC.
2. The name and address of the registered agent and office is:

LUIS F. GALLO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166



Signature/corporate officer

Title President

Date 04/24/98

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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.



Signature

Date 04/24/98