

798000041440

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LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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 -05/07/98--01049--010-9
 *****18.75 *****18.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TICO'S MUSIC, CORP.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
 98 MAY -7 PM 1:06
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 98 MAY -7 AM 10:50
 DIVISION OF CORPORATION

K-Roffe MAY 07 1998

Examiner's Initials

ARTICLES OF INCORPORATION

of

TICO'S MUSIC, CORP.

(name of corporation)

The undersigned subscriber(s) to these Articles of incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

TICO'S MUSIC, CORP.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE Dollar(s) (\$1.00) par. value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	JORGE L. ALVAREZ
ADDRESS	2011 BAY DRIVE, APT 15
CITY	MIAMI BEACH STATE FLORIDA ZIP 33141

The principal office, if known, or the mailing address of the corporation is:

NAME	TICO'S MUSIC, CORP.
ADDRESS	2011 BAY DRIVE, APT 15
CITY	MIAMI BEACH STATE FLORIDA ZIP 33141

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	JORGE L. ALVAREZ	PRESIDENT
ADDRESS	2011 BAY DRIVE, APT 15	
CITY	MIAMI BEACH	STATE FLORIDA ZIP 33141
NAME	JUANA I. BARRIENTOS	VICE PRESIDENT
ADDRESS	2011 BAY DRIVE, APT 15	
CITY	MIAMI	STATE FLORIDA ZIP 33141
NAME		
ADDRESS		
CITY	STATE	ZIP

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TALLAHASSEE, FLORIDA

Article VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JORGE L. ALVAREZ		
ADDRESS	2011 BAY DRIVE, APT 15		
CITY	MIAMI BEACH	STATE	FLORIDA ZIP 33141
NAME	JUANA I. BARRIENTOS		
ADDRESS	2011 BAY DRIVE, APT 15		
CITY	MIAMI BEACH	STATE	FLORIDA ZIP 33141
NAME			
ADDRESS			
CITY		STATE	

IN WITNESS WHEREOF, the undersigned subscriber (s) have executed these Articles of Incorporation this 5 day of MAY, 19 98

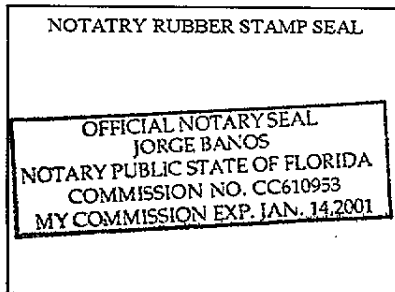
x *Jorge L. Alvarez* (Seal)
 x *Juana I. Barrientos* (Seal)
 _____ (Seal)

STATE OF FLORIDA)
) SS
 COUNTY OF MIAMI-DADE)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared: JORGE L ALVAREZ and JUANA I. BARRIENTOS

x <u><i>Jorge L. Alvarez</i></u> Signature	<u>FL DL#A416-432-64-346-0</u> Form of Identification
x <u><i>Juana I. Barrientos</i></u> Signature	<u>FL DL#B653-429-60-760-0</u> Form of Identification
_____ Signature	_____ Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that THEY executed these articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath was not taken.



Witness my hand and official seal in the County and State last aforesaid this 5 day of MAY 19 98

Jorge Banos
 Notary Signature
JORGE BANOS
 Primed Notary Signature

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

***CERTIFICATE OF REGISTERED AGENT
OF***

TICO'S MUSIC, CORP.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation
at 2011 BAY DRIVE, APT 15

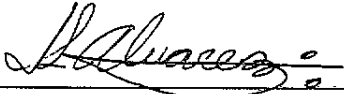
MIAMI BEACH, FLORIDA 33141

has named JORGE L. ALVAREZ

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

x 
(registered agent)

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TALLAHASSEE, FLORIDA