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LOCAL REPRESENTATIVE TALLAHASSEE

800002528748--5

-05/19/98--01026--026

\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

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

1. SONIDO LATINO U.S.A. DISCOUNT, INC.  
(Corporation Name) (Document #)

2. Translation: U.S.A. Latin Sound Discount, Inc.  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Certificate of Status

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98 MAY 19 PM 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

RECEIVED 98 MAY 19 PM 10:55 TELETYPE DIVISION TALLAHASSEE, FLORIDA	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

5/19/98  
Examiner's Initials

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SONIDO LATINO U.S.A. DISCOUNT, INC.

ARTICLE I - NAME

The name of this corporation is \_\_\_\_\_

\_\_\_\_\_  
SONIDO LATINO U.S.A. DISCOUNT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of no par value common stock, which shall be designated "Common Stock".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial <sup>principal</sup> registered office of this corporation is 160 S.W. 116<sup>th</sup> AVE., MIAMI, FL. 33174

and the name of the initial registered agent of this corporation is RAUL P. LUNA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than ONE. The name and address(es) of the initial director(s) of this corporation is (are):

<u>RAUL P. LUNA</u>	<u>President</u>	<u>160 S.W. 116<sup>th</sup> AVE.</u>
		<u>Miami, FL. 33174</u>
<u>IRENE S. LUNA</u>	<u>Secretary</u>	<u>160 S.W. 116<sup>th</sup> AVE.</u>
		<u>Miami, FL. 33174</u>

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE IX - INCORPORATOR


The name(s) and address(es) of the person(s) signing these articles is (are):

RAUL P. LUNA 60%      160 S.W. 116<sup>th</sup> AVE.  
Miami, FL. 33174

IRENE S. LUNA 40%                      160 S.W. 116<sup>th</sup> AVE.  
Miami, FL 33174

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these articles of incorporation this 12<sup>th</sup> day of May, 1998.

  
RAUL D. LUNA

  
IRENE S. LUNA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA, NAMING AGENT UPON WHOM  
SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with section 607.034 of the Florida Statutes,  
the following is submitted: SONIDO LATINO U.S.A. DISCOUNT, INC.  
desiring to organize or qualify under the laws of the State of  
Florida, with its principal place of business in the City of  
Miami, County of Dade, State of Florida, has named \_\_\_\_\_  
\_\_\_\_\_RAUL P. LUNA\_\_\_\_\_ located at \_\_\_\_\_  
160 S.W. 116 AVE.\_\_\_\_\_ City of Miami, County of Dade  
State of Florida as its agent to accept service of process within  
the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above  
mentioned corporation, at the place designated in this  
Certificate,  
I hereby agree to act in this capacity, and further agree to  
comply with the provisions of all Statutes relative to the proper  
and complete performance of my duties.

Dated this 12<sup>th</sup> day of May

  
\_\_\_\_\_  
Resident and Registered Agent

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