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Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE

12-28-99

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

COXX, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 29, 1998

EMPIRE

SUBJECT: COXX, INC.
REF: W98000028978

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THE NAME CONFLICT IS COX CORPORATION DOC #477610.

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Neyssa Culligan
Document Specialist

FAX Aud. #: E98000024160
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
COXX ENTERTAINMENT, INC.

EFFECTIVE DATE
12-28-98

Article II. Address

The mailing address of the Corporation is:
COXX ENTERTAINMENT, INC.
10275 Collins Avenue, #1220-South
Bal Harbour, Florida 33154

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

Oswaldo Jerez
10275 Collins Avenue, #1220-South
Bal Harbour, Florida 33154

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Oswaldo Jerez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Article V. Capital Stock

The corporation shall have authority to issue 2,000 shares of common stock, par value \$.01, per share.

Roger Rodríguez, Esq. | FL Bar Member No. 841269
Roger Rodríguez, Esq.
420 Lincoln Road, Suite 239
Miami Beach, FL 33139
(305)538-1901

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Article VI. Incorporator

The name and address of the incorporator is:

Roger Rodriguez, Esq.
420 Lincoln Road, Suite 239
Miami Beach, FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 28, 1998.

The undersigned incorporator executed these Articles of Incorporation on December 28, 1998.



ROGER RODRIGUEZ

Roger Rodriguez, Esq. / FL Bar Member No. 841269
Roger Rodriguez, Esq.
420 Lincoln Road, Suite 239
Miami Beach, FL 33139
(305)538-1901

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

COXX, INC.

REGISTERED AGENT/OFFICE

Osvaldo Jerez
10275 Collins Avenue, #1220-South
Bal Harbour, Florida 33154

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ROGER RODRIGUEZ, ESQ., Attorney at Law
and in Fact for
OSVALDO JEREZ, Registered Agent

Date: 12/3/98

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TALLAHASSEE, FLORIDA

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Miami Beach, FL 33139
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