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Florida Department of State
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

L M ENTERTAINMENT, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 6, 1999

EMPIRE

SUBJECT: LM ENTERTAINMENT, INC.
REF: W99000000176

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION
OF
L M ENTERTAINMENT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**We, the undersigned subscriber of these Articles of Incorporation, a
natural person, competent to contract and desiring to form a
corporation under the laws of the State of Florida, hereby certify as
follows:**

I. Corporate name

The name of the Corporation is L M Entertainment, Corp.

II. Business activities

**The Corporation is establish for the purpose of engaging in the
music entertainment business and in any activity or business permitted
under the laws of the United States of America and of the State of
Florida.**

III. Shares of Stock

**The number of shares of stock which the Corporation is authorized
to have outstanding at any time shall be 100 with a par value of \$1.00.**

IV. Duration

**The Corporation shall have perpetual existence beginning on the
date of incorporation.**

V. Business Address

The principal business office of the Corporation shall be located at

4210 West 19 Ave. Hialeah, FL 33012.

**ISRAEL J. ENCINOSA, ESQ.,
111 N.E. 1 ST. 9th FL FBNO. 435007
MIAMI, FL 33132 (305) 374.1500**

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The initial register office of this Corporation shall be 111 N.E. 1st Street, 9th Floor, Miami, FL 33132 and the initial register agent of the Corporation is Israel J. Encinosa.

VII. Board of Directors

The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than one (1) and not more than (9) as shall be designated in the by laws of this corporation.

VIII. Members of Board of Directors

The name and the address of each person who is to serve as a member of the initial Board of Directors, who, subject to the provisions of these articles of Incorporation, the By Laws of the Corporation and the Laws of the State of Florida, shall hold office for the first year of the Corporation existence or until their successors are elected and are duly qualified are:

<u>NAME</u>	<u>ADDRESS</u>
MAYKEL TORRES	4210 West 19 Ave. Hialeah, FL 33012

IX. INCORPORATOR

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
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Maykel Torres
4210 W. 19 Ave.
Hialeah, FL 33012

X. Corporate By Laws

The By Laws of this Corporation may be created, amend, or changed by

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either the Stockholders or the Directors at any regular or duly scheduled special meeting.

XI. Officers

The Corporation shall have, in addition to a President, Vice-President, Secretary and or Treasurer, such other officers as may be created from time to time by and under the authorization of its By Laws.

All officers, agents, authorized shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the Bylaws or determined by the Board of Directors. Any person may hold two or more offices.

XII. Indemnification

The incorporators and the Directors of the Corporation shall be indemnified by the Corporation for all cost reasonably incurred on behalf of the Corporation.

IN WITNESS WHEREOF, I have made subscribed and acknowledged these Articles of Incorporation at Miami, Miami-Dade County, Florida this 18 day of December, 1998.


MAYKEL TORRES

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DAE)

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I HEREBY CERTIFY that on this 18th day of December, 1998,
personally appeared before me, an authorized officer duly commissioned to
administer oaths and take acknowledgments, MAYKEL TORRES
to me well known to be the person who executed the foregoing Articles of
Incorporation and who acknowledged that he signed and executed said
document for the use and purpose therein expressed. Maykel Torres
provided to me a valid Florida Drivers License # 1620-540-792840

Barbara Kennel
Notary Public, State of Florida

My Commission Expires:

10/24/2002



Barbara Kennel
My Commission CC782381
Expires October 24, 2002

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.



 REGISTERED AGENT

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 TALLAHASSEE, FLORIDA

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