

P99000013889

February 5, 1999

From: Javier Odio  
1717 N. Bayshore Drive, Suite 205  
Miami, Florida, 33132

To: State of Florida  
Department of State  
Corporate Division  
P.O. Box 6327  
Tallahassee, Florida 32314

900002771229--9

-02/10/99-01031-004

\*\*\*\*122.50 \*\*\*\*78.75

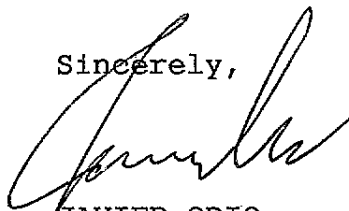
Re: BUENAVISTA MANAGEMENT COMPANY

Gentlemen:

Please find enclosed two (2) copies of the Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 to cover the cost of filing the Articles (\$35.00), Registered Agent Designation (\$35.00), and Certified copy (\$52.50). Please return the copy to the above address.

Thank you for your prompt attention to this matter.

Sincerely,



JAVIER ODIO

For: BUENAVISTA MANAGEMENT COMPANY

Enclosures

FILED  
99 FEB 10 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK FEB 12 1999

ARTICLES OF INCORPORATION  
OF  
BUENAVISTA MANAGEMENT COMPANY

FILED  
99 FEB 10 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I — NAME

The name of this corporation is BUENAVISTA MANAGEMENT COMPANY.

ARTICLE II — DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III — PURPOSE

This corporation is organized for the purpose of:

1. To own and operate a business enterprise involving the providing of services to entertainers and performers in the entertainment industry to include, but not be limited to, personal management, audio and video production, concert production and promotion, public relations, and music and literary publishing; and
2. To develop, market, exploit, and sell ancillary products and merchandise related to the entertainment industry; and
3. Transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV — CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$.50 value common stock which shall be designated as "Common Stock".

#### ARTICLE V — PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 registered office of this corporation is: 1717 N. Bayshore Drive, Suite 205, Miami, Florida, 33132, and the name of the initial registered agent of this corporation at that address is Javier Odio.

#### ARTICLE VII — INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than three. The names and addresses of the initial Board of Directors of the corporation are:

Javier Odio  
1717 N. Bayshore Drive, Suite 205  
Miami, Florida, 33132

Rene Diaz de Villegas  
1717 N. Bayshore Drive, Suite 205  
Miami, Florida, 33132

## ARTICLE VIII -- INCORPORATORS

The name and address of the Incorporator signing these Articles is: Javier Odio, 1717 N. Bayshore Drive, Suite 205, Miami, Florida, 33132.

## ARTICLE IX — INDEMNIFICATION

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

## ARTICLE X — AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 1 day of February, 1999.

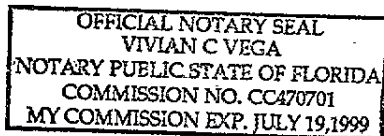
**JAVIER ODIO**  
Incorporator

STATE OF FLORIDA :  
COUNTY OF DADE :

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of February, 1999, by JAVIER ODIO.

Notary Public  
State of Florida

Personally Known ✓ OR Produced Identification  
Type of Identification Produced \_\_\_\_\_




CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

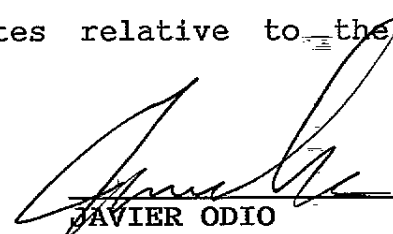
FIRST that BUENAVISTA MANAGEMENT COMPANY, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1717 N. Bayshore Drive, Suite 205, Miami, Florida, 33132 has named JAVIER ODIO, located at 1717 N. Bayshore Drive, Suite 205, Miami, Florida, 33132, as its agent to accept service of process within Florida.

Dated: 2/7/99

  
JAVIER ODIO  
Incorporator

FILED  
99 FEB 10 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

  
JAVIER ODIO  
Registered Agent