

P99000016655

February 16, 1999

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sirs:


Please record the Articles of CENTRAL DO BRASIL MUSIC,
INC. as attached and return the verification of the recorded
articles to:

Glenn R. Luisi Accountant, P.A.
104 Prestwood Lane
 Mooresville, NC 28117

Attached is my check # 2896 for \$70.00 for the recording
fee.

100002780781--6
-02/19/99--01060--003
*****70.00 *****70.00

Very Truly Yours,



Glenn R. Luisi

FILED
99 FEB 19 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GLENN R. LUISI ACCOUNTANT P.A.

104 PRESTWOOD LANE, MOORESVILLE, NC 28117, PHONE/FAX (704) 895-0626, TOLL FREE (800) 854-1099

Handwritten notes:
CB
2-22-99
3 pages

ARTICLES OF INCORPORATION
OF
CENTRAL DO BRASIL MUSIC, INC.

The undersigned; for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME & PRINCIPAL ADDRESS

The name of the corporation is
CENTRAL DO BRASIL MUSIC, INC.
The initial address is 606 NE 12th AVENUE
POMPANO BEACH, FL 33060

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

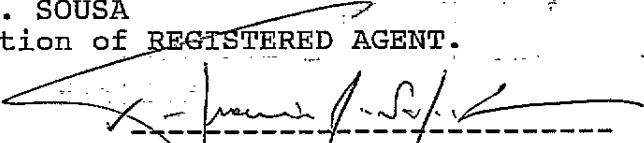
The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the STATE OF FLORIDA.

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1000, all which shall be common shares with a \$1.00 par value.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 606 NE 12th AVENUE POMPANO BEACH FL 33060 and the name of the initial registered agent at such address is FRANCISCO S. SOUSA
I do hereby accept the position of REGISTERED AGENT.



FRANCISCO S. SOUSA
Registered Agent

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

FILED
99 FEB 19 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SEVEN
DIRECTORS

7.01 The Board of Directors of the corporation shall consist of at least one member.

7.02 The name and address of the initial Director of the Board:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
FRANCISCO S. SOUSA	606 NE 12th AVENUE POMPANO BEACH, FL 33060	PRESIDENT
GIL SILVA	3937 N. FEDERAL HWY POMPANO BEACH, FL 33064	VICE PRES

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
FRANCISCO S. SOUSA	606 NE 12th AVENUE POMPANO BEACH, FL 33060

IN WITNESS WHEREOF, I have subscribed my name this 15th day of February, 1999

FRANCISCO S. SOUSA
Incorporator

STATE OF FLORIDA :
: SS
COUNTY OF BROWARD :

On this 15th day of February, 1999, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared FRANCISCO S. SOUSA known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal.

Notary Public
PAULO A SILVA
State of Florida
NOTARY PUBLIC
My Comm. Exp: 02/04/00
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

FILED
99FEB19 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA