

TRANSMITTAL LETTER

P99000020059

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: BlackKnight Music Corporation

Enclosed is an original and one (1) copy of the Articles of Incorporation
and a check for \$78.75.

FROM: Sasa H. Raphael
6600 SW 64th Court
South Miami, FL 33143
(305) 668-3784

400002791214--2
-03/01/99--01150--001
*****78.75 *****78.75

EFFECTIVE DATE
* 2-26-99

FILED
99 MAR -1 PM 2:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ay <
3/4

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: BlackKnight Music Corporation

ARTICLE II - DATE & TIME

The date and time of incorporation shall be: February 26, 1999 at 2:15pm

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6600 SW 64th Court, South Miami, FL 33143

EFFECTIVE DATE

2-26-99

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten thousand (10,000) shares

The par value of each share shall be: \$1.00

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Sasa Raphael - 6600 SW 64th Court, South Miami, FL 33143

FILED
99 MAR -1 PM 2:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

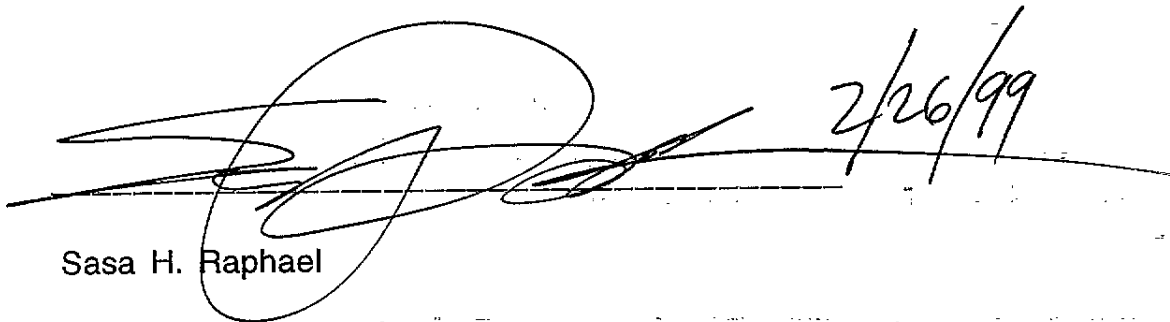
ARTICLE VI - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Sasa H. Raphael - 6600 SW 64th Court, South Miami, FL 33143

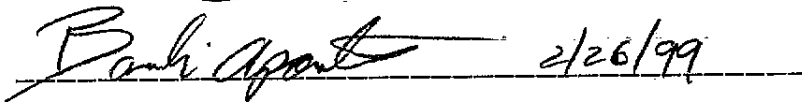
Bambú A. Aponte - 6600 SW 64th Court, South Miami, FL 33143

The undersigned incorporators have executed these Articles of Incorporation this 26rd day of February, 1999.



A large, stylized handwritten signature in black ink, written over a horizontal line. To the right of the signature, the date "2/26/99" is handwritten.

Sasa H. Raphael



A handwritten signature in black ink, written over a horizontal line. To the right of the signature, the date "2/26/99" is handwritten.

Bambú A. Aponte

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is: BlacKnight Music Corporation

2. The name and address of the registered agent and office is:

Sasa Raphael
6600 SW 64th Court
South Miami, FL 33143

FILED
99 MAR -1 PM 2:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

A handwritten signature in black ink, appearing to read 'Sasa H. Raphael', followed by the date '2/26/99'.

Sasa H. Raphael

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL