

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

GOODFELLAS MUSIC, CORP.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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B. McKnight MAY 04 1999

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ARTICLES OF INCORPORATION

OF

GOODFELLAS MUSIC, CORP.

ARTICLE I. CORPORATE NAME.

The name of this corporation is GoodFellas Music , Corp.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 1604 NW 7th Avenue, Miami, Florida 33136.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Anthony Box, 16th NW 42nd Terrace Plantation FL 33317.

ARTICLE V. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are: EVANS SAINT-CLAIRE at 1500 Bay Road Apt 1125, Miami, Florida 33139 and MARINO PALENZUELA at 382 NW 34th Street, Miami, Florida 33127.

ARTICLE VI. OFFICERS

The names and addresses of the initial officers are:

Anthony Box
200 South Biscayne, Blv
Suite 3300
Miami FL 33131

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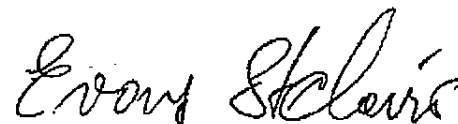
President: EVANS SAINT-CLAIRE at 1500 Bay Road Apt 1125, Miami, Florida 33129

Vice President: MARINO PALENZUELA at 382 NW 34th Street, Miami, Florida 33127.

Treasurer: EVANS SAINT-CLAIRE at 1500 Bay Road Apt 1125, Miami, Florida 33129

Secretary: MARINO PALENZUELA at 382 NW 34th Street, Miami, Florida 33127.

The undersigned has executed these articles of incorporation on April 30, 1999.

A handwritten signature in cursive script, reading "Evans Saint-Clair".

Evans-Saint-Clair/President

Anthony Box
200 South Biscayne, Blv
Suite 3300
Miami FL 33131

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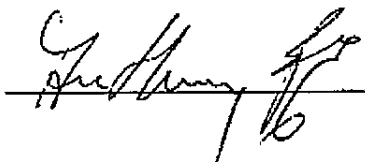
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation
Organized under the laws of the state of Florida, submits the following statement in designating
the registered agent, in the state of Florida.

The name of the corporation is GOODFELLAS MUSIC, CORP.

The Name of the Registered Agent and office is : Anthony Box , 16 NW 42nd Terrace,
Plantation, FL 33317.

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.

 On 4-30-99

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